

Hearing Date: March 22, 2007 at 10:00 A.M.
Objections Deadline: March 15, 2007 at 4:00 P.M.

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Lonie A. Hassel
Special Employee Benefits Counsel for Debtors and Debtors In Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
DELPHI CORPORATION, <u>et al.</u>,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
-----X	

**NOTICE OF THIRD INTERIM APPLICATION OF GROOM LAW GROUP,
CHARTERED, AS SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE
DEBTORS, SEEKING ALLOWANCE OF COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT OF
ACTUAL AND NECESSARY EXPENSES INCURRED FROM
JUNE 1, 2006 THROUGH SEPTEMBER 30, 2006**

PLEASE TAKE NOTICE that on November 30, 2006, Groom Law Group, Chartered ("Groom") filed the Third Interim Application of Groom Law Group, Chartered, as Special Employee Benefits Counsel for Debtors, Seeking Allowance of Fees for Professional Services Rendered and Disbursements Incurred for the Period from June 1, 2006 through September 30, 2006 (the "Third Interim Fee Application").

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of Groom's Third Interim Fee Application will be held on **March 22, 2007 at 10:00 A.M.** (Prevailing Eastern Standard Time) before the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004.

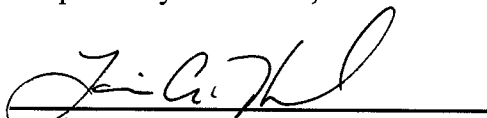
PLEASE TAKE FURTHER NOTICE that responses to Groom's Third Interim Fee Application, if any, must (a) be in writing, (b) conform to all applicable Rules and Orders, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Documents Format (PDF), Word Perfect, or any other Windows-based word processing format, (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court Judge, and (e) be served upon (i) Groom Law Group, Chartered, 1701 Pennsylvania Avenue, NW, Washington, D.C. 20006 (Att'n: Lonie A. Hassel, Esq.), (ii) Delphi Corporation, 5725 Delphi Drive, Troy Michigan 48098 (Att'n: David M. Sherbin, Vice President and General Counsel), (iii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iv) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman and Marissa Wesley), (v) counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (vi) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vii) counsel for the Committee of Equity Security Holders, Fried, Frank, Harris, Shriver & Jacobson, LLP, One New York Plaza, New York, New York 10004 (Att'n: Bonnie Steingart), (viii) the following members of the Joint Fee Review Committee: Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: John D. Sheehan, Vice President & Chief Restructuring Officer) and GE Plastics, Americas, 9930 Kincey Avenue, Huntersville, NC 28078 (Att'n: Valeria

Venable, Credit Manager), and (ix) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be **received** no later then **4:00 P.M.** (Prevailing Eastern Standard Time) on **March 15, 2007**.

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to Groom's Third Interim Fee Application are timely filed and served in accordance with the procedures set forth herein and in the Case Management Order, the Bankruptcy Court may enter an order granting the Third Interim Fee Application without further notice.

Dated: Washington, D.C.
November 30, 2006

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Lonie A. Hassel", is written over a horizontal line.

Lonie A Hassel
GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503

SPECIAL EMPLOYEE BENEFITS COUNSEL
FOR THE DEBTORS AND DEBTORS-IN-
POSSESSION

CERTIFICATE OF SERVICE

I hereby certify that on November 30, 2006, a true and correct copy of the foregoing Notice of Third Interim Fee Application of Groom Law Group, Chartered was served via overnight delivery service on:

David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Delphi Corporation

John Wm. Butler, Jr.
Skadden, Arps, Slate, Meagher & Flom,
LLP
333 West Wacker Drive, Ste. 2100
Chicago, IL 60606

Counsel for Debtors

Alicia M. Leonhard
The Office of the U.S. Trustee for the
Southern District of New York
33 Whitehall, Ste. 2100
New York, NY 10004

United States Trustee

Bonnie Steingart
Fried, Frank, Harris, Shriver & Jacobson,
LLP
One New York Plaza
New York, NY 10004

**Counsel for the Committee of Equity
Security Holders**

Kenneth S. Ziman and Marissa Wesley
Simpson Thacher & Bartlett, LLP
425 Lexington Avenue
New York, New York 10017

**Counsel for the Agent Under the Debtors'
Prepetition Credit Facility**

John D. Sheehan
Vice President & Chief
Restructuring Officer
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Valeria Venable
GE Plastics, Americas Credit Manager
GE Plastics, Americas
9930 Kinsey Avenue
Huntersville, NC 28078

**Members of the Joint Fee Review
Committee**

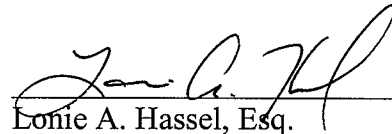
Robert J. Rosenberg and Mark A. Broude
Latham & Watkins, LLP
885 Third Avenue
New York, NY 10022-4802

**Counsel for the Official Committee of
Unsecured Creditors**

Marlene Melican
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017

**Counsel for the Agent Under the Debtors'
Postpetition Credit Facility**

I hereby certify that on November 30, 2006, a notice of the foregoing Notice of Third Interim Fee Application of Groom Law Group, Chartered was served via electronic notice on the persons listed on the Delphi Corporation Master Service List and the Delphi Corporation 2002 List.



Lonie A. Hassel, Esq.
GROOM LAW GROUP, CHARTERED

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Lonie A. Hassel
Special Employee Benefits Counsel for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
DELPHI CORPORATION, <u>et al.</u>,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
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**THIRD INTERIM APPLICATION OF GROOM LAW GROUP, CHARTERED,
AS SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, SEEKING
ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED
AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED FROM JUNE 1, 2006 THROUGH SEPTEMBER 30, 2006**

Name of Applicant: Groom Law Group, Chartered

Authorized to Provide Professional Services to: Delphi Corporation and the Affiliate Debtors

Date of Retention Order: November 4, 2005

Period for Which Compensation and Reimbursement are Sought: June 1, 2006 through September 30, 2006

Amount of Compensation Sought in Third Interim Application Period: \$108,328.29¹

Amount of Expense Reimbursement Sought in Third Interim Application Period: \$7,125.03²

Amount of Compensation Paid: \$81,264.60

Amount of Expense Reimbursement Paid: \$5,777.49

¹ This amount is lower than the compensation previously requested from Debtors but higher than the amount Debtors have already paid because Groom has reduced its requested compensation for services related to fee applications to 3% of the total requested compensation.

² This amount is lower than the expense reimbursement previously requested from Debtors but higher than the amount Debtors have already paid because Groom has reduced its requested expense reimbursement for photocopies to \$0.10 per page.

Total Amount Sought for Compensation and Expense in Third Interim Application Period: \$115,264.04³

This is an: X Interim Final Application.

Prior Interim Fee Applications: First Interim Fee Application filed April 27, 2006 for \$127,500.30 in compensation and \$5,087.96 in expenses incurred October 8, 2005 through January 31, 2006. To date, \$102,000.24 in compensation and \$5,087.96 in expenses have been paid.

Second Interim Fee Application filed September 31, 2006 for \$241,278.30 in compensation and \$10,591.75 in expenses incurred February 1, 2006 through May 31, 2006. To date, \$193,022.64 in compensation and \$10,591.75 in expenses have been paid.

³ This amount is lower than the amount Groom previously requested from Debtors for the reasons stated in footnotes 1 and 2.

INTRODUCTION

1. Groom Law Group, Chartered (“Groom”), special employee benefits counsel for Delphi Corporation and certain of its direct and indirect subsidiaries, as debtors and debtors-in-possession (collectively, the “Debtors”), for its third interim fee application (the “Third Interim Fee Application”), pursuant to sections 330 and 331 of title 11, United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for the interim allowance of compensation for professional services performed by Groom for the period commencing June 1, 2006 through and including September 30, 2006 (the “Third Interim Period”), and for reimbursement of its actual and necessary expenses incurred during the Third Interim Period, respectfully represents:

BACKGROUND

2. On October 8, 2005 (the “Petition Date”), each of the Debtors filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code. Each of the Debtors is continuing to operate its business and manage its properties as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On October 17, 2005, pursuant to section 1102 of the Bankruptcy Code, the United States Trustee for the Southern District of New York (“The United States Trustee”) appointed the Official Committee of Unsecured Creditors (“Creditors’ Committee”). On May 11, 2006 the United States Trustee appointed the Committee of Equity Security Holders (“Equity Committee”).

4. On May 5, 2006, the Court established a Joint Fee Review Committee (“Fee Committee”).

5. On the Petition Date, the Debtors filed an application with this Court to retain Groom as their special employee benefits counsel. On October 14, 2005, this Court entered an

interim order authorizing the Debtors' retention of Groom as their special employee benefits counsel. By Order dated November 4, 2005, this Court authorized, on a final basis, the Debtors' retention of Groom as their special employee benefits counsel to render legal services related to the prosecution of their chapter 11 cases.

6. This Third Interim Fee Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 dated January 30, 1996 (the "UST Guidelines"), and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members (the "Administrative Order," collectively with the Local Guidelines and UST Guidelines, the "Guidelines"). Pursuant to the Local Guidelines, a certification regarding compliance with same is attached hereto as Exhibit A.

SUMMARY OF PRIOR INTERIM FEE APPLICATIONS

7. On April 27, 2006, Groom filed its first interim fee application ("First Interim Fee Application") for the interim allowance of compensation for professional services performed by Groom for the period commencing October 5, 2005 through January 31, 2006 (the "First Interim Period") and for reimbursement of its actual and necessary expenses incurred during the First Interim Period. Groom sought allowance of fees for services to the Debtors during the First Interim Period in the aggregate amount of \$127,500.30 and for reimbursement of expenses incurred in connection with such services in the amount of \$5,087.96. Groom has been paid \$102,000.24 in compensation for professional serviced rendered and \$5,087.96 for reimbursement of expenses.

8. On July 31, 2006, Groom filed its second interim fee application ("Second Interim Fee Application") for the interim allowance of compensation for professional services performed by Groom for the period commencing February 1, 2006 through May 31, 2006 (the "Second Interim Period") and for reimbursement of its actual and necessary expenses incurred during the Second Interim Period. Groom sought allowance of fees for services to the Debtors during the Second Interim Period in the aggregate amount of \$241,278.30 and for reimbursement of expenses incurred in connection with such services in the amount of \$10,591.75. Groom has been paid \$193,022.64 in compensation for professional services rendered and \$10,591.75 for reimbursement of expenses.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

9. Groom seeks allowance of interim compensation for professional services rendered to the Debtors during the Third Interim Period in the aggregate amount of \$108,328.29 and for reimbursement of expenses incurred in connection with the rendition of such services in the aggregate amount of \$7,125.03. During the Third Interim Period, Groom attorneys and paraprofessionals expended a total of 276.2 hours for which compensation is requested.

10. Groom has provided the Debtors, the United States Trustee, counsel for the Creditors' Committee and Equity Committee, and members of the Fee Committee with monthly fee statements for professional services rendered and expenses incurred on behalf of the Debtors, including detailed reports of time entries and expenses. On November 9, 2006, the Fee Committee expressed certain concerns about Groom's requested compensation and expense reimbursements. Groom has reduced its requested compensation and expense reimbursements in response. No interested person has objected to any of Groom's statements. As demonstrated in

Schedule A, the Debtors have paid Groom certain of its fees for professional services and certain accompanying expenses. By this Third Interim Fee Application, Groom respectfully requests interim approval of these payments, and interim authorization of payment of the remainder of the fees for professional services rendered and expenses incurred during the Third Interim Period.⁴

11. During the Third Interim Period, Groom has received no payment (other than the payments made pursuant to the Administrative Order) nor has it received any promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Third Interim Fee Application. There is no agreement or understanding between Groom and any other person, other than members of the Groom firm, for the sharing of compensation to be received for services rendered in these cases.

12. The fees charged by Groom in these cases are billed in accordance with its existing billing rates and procedures in effect during the Third Interim Period. The rates Groom charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases are the standard rates that Groom charges for professional and paraprofessional services rendered in comparable nonbankruptcy related matters, with a 10% discount applied. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable nonbankruptcy cases in a competitive national legal market.

13. Annexed to this Third Interim Fee Application is:

- a. A schedule, attached as Schedule B, setting forth all Groom professionals and paraprofessionals who have performed services in this Chapter 11 case during the Third Interim Period; the capacities in which each such individual is employed by Groom; the hourly billing rate charged by Groom for services performed by such individual; the aggregate number of hours expended during

⁴ The requested release of funds for the Compensation Period will not affect the holdback for any subsequent periods.

the engagement and fees billed; and the year in which each professional was first licensed to practice law;

- b. A schedule, attached as Schedule C, specifying the categories of expenses for which Groom is seeking reimbursement and the total amount for each such expense category; and
- c. A summary of Groom's time records, attached as Schedule D, billed during the Third Interim Period, including the use of discrete matters as hereinafter described.

14. Groom has prepared monthly invoices detailing the time all Groom attorneys and paraprofessionals expended providing professional services to the Debtors as their special employee benefits counsel. Subject to redaction for the attorney-client privilege where necessary to protect the Debtors' estate, copies of these monthly invoices have been furnished to Debtors, the attorneys for the Creditors Committee, the Equity Committee, the Agent Under the Postpetition Credit Facility, the members of the Fee Committee, and the United States Trustee, in the format specified by the UST Guidelines. Copies of Groom's monthly invoices applicable to the Third Interim Fee Period are attached as Exhibit B.

15. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Third Interim Period, but were not processed prior to the preparation of this Third Interim Fee Application, Groom reserves the right to request additional compensation for such services, and reimbursement of such expenses in a future application.

SUMMARY OF SERVICES

16. During the Third Interim Period, Groom rendered substantial professional services in furtherance of the Debtors' reorganization efforts and chapter 11 cases. In its capacity as special employee benefits counsel, Groom provided Debtors with timely, accurate and useful advice and counsel on a wide range of employee benefits issues, including assistance

in analyzing the Debtors' benefit obligations under federal law, complying with reporting requirements, and drafting filings concerning Delphi's benefit plans.

17. The principal in charge of Groom's engagement is Lonie A. Hassel. Ms. Hassel has more than 25 years of private and public sector experience in the employee benefits area. Her experience includes representation of debtor-employers, benefit plan creditors, and creditor committees on employee benefit issues in a number of major Chapter 11 reorganization cases. Ms. Hassel has been assisted by certain other Groom attorneys, each of whom has substantial experience directly relevant to their work here for the Debtors.

18. The following is a summary of the professional services rendered by Groom during the Third Interim Period. This summary is organized in accordance with Groom's internal system of project codes.

- a. **0004: General Employee Benefits Issues:** During the Third Interim Period, Groom professionals devoted significant time to advising the Debtors with respect to a wide variety of employee benefits issues, including but not limited to, plan qualification and the relevant statutory and regulatory requirements related thereto, severance issues, matters relating to employee benefit plans in the 1113/1114 hearing, pension plan funding obligations, and the impact of Debtors' Chapter 11 cases on its employee benefits plans.
- b. **0005: Bankruptcy Administration:** During the Third Interim Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedure, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors, including, but not limited to, preparation and filing of the Second Interim Fee Application.

19. The foregoing professional services performed by Groom were necessary, appropriate and were in the best interests of the Debtors and the other parties in interest. Compensation for the foregoing services, as requested, is commensurate with the complexity,

importance and nature of the problems, issues or tasks involved. The professional services were performed in an expeditious and efficient manner.

20. The professional services performed by Groom on behalf of the Debtors during the Third Interim Period required an aggregate expenditure of 276.2 recorded hours by Groom's principals, counsel, associates and paraprofessionals. Of the aggregate time expended, 169.4 recorded hours were expended by principals of Groom, 1.5 recorded hours were expended by a counsel of Groom, 96.9 recorded hours were expended by associates, and 8.4 recorded hours were expended by paraprofessionals of Groom. Groom achieved cost efficiencies by using attorneys in the firm only to the extent that their knowledge and prior experience made their participation in this engagement cost-effective for the Debtors, and minimizing the use of junior associates without relevant experience.

21. During the Third Interim Period, Groom's hourly billing rates for attorneys ranged from \$285 to \$735 per hour. The rates Groom charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases are the standard rates that Groom charges for professional and paraprofessional services rendered in comparable nonbankruptcy related matters, with a 10% discount applied. As noted, Schedule B lists each Groom professional and paraprofessional who performed services in these cases during the Third Interim Period, the hourly rate charged by Groom for services performed by each such individual, and the aggregate number of hours and charges by each such individual.

ACTUAL AND NECESSARY DISBURSEMENTS OF GROOM

22. As set forth in Schedule C, Groom has disbursed \$7,125.03, as expenses incurred in providing professional services during the Third Interim Period. With respect to internal photocopying expenses, Groom charges all of its clients \$.15 per page. However, Groom has reduced its charge to Debtors to \$.10 per page in accordance with the Guidelines. With respect

to facsimile expenses, in compliance with the Guidelines, Groom does not charge more than \$1.25 per page. Each of these categories of expenses does not exceed the maximum rate set by the Guidelines. These charges are intended to cover Groom's direct operating costs, which costs are not incorporated into the Groom hourly billing rates. Only clients who actually use services of the types set forth in Schedule C are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

23. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 of the Bankruptcy Code also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including --

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

24. In the instant case, Groom respectfully submits that the services for which it seeks compensation in this Third Interim Fee Application were necessary for, and beneficial in the Debtors' efforts to reorganize their estates. In its capacity as special employee benefits counsel, Groom provided Debtors with timely, accurate and useful advice and counsel on a wide range of employee benefits issues. Such services were necessary and beneficial to the Debtors' estates. Accordingly, Groom further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates and all parties in interest.

25. In sum, the professional services rendered by Groom as special employee benefits counsel to Debtors were necessary and beneficial to the Debtors' estates, and were consistently performed in a timely manner, commensurate with the complexity, importance, and nature of the issues involved; and approval of the compensation sought herein is therefore warranted.

MEMORANDUM OF LAW

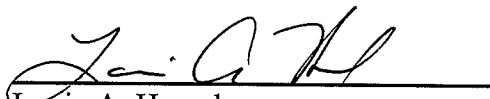
26. Groom submits that the relevant legal authorities are set forth herein, and that the requirement pursuant to Local Bankruptcy Rule 9013-1 – that Groom file a memorandum of law in support of this Third Interim Fee Application – is satisfied.

CONCLUSION

WHEREFORE, Groom respectfully requests (i) interim allowance of compensation for professional services rendered during the Third Interim Period in the amount of \$108,328.29 and reimbursement for actual and necessary expenses Groom incurred during the Third Interim Period in the amount of \$7,125.03 (ii) the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to Groom's right to seek such further compensation for the full value of services performed and expenses incurred; and (iii) the Court grant Groom such other and further relief as is just.

Dated: Washington, D.C.
November, 30 2006

Respectfully submitted,



Lonie A. Hassel

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
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SPECIAL EMPLOYEE BENEFITS COUNSEL
FOR THE DEBTORS AND DEBTORS-IN-
POSSESSION

SCHEDULE A

**CUMULATIVE SUMMARY OF ALL MONTHLY FEE STATEMENTS
GROOM LAW GROUP, CHARTERED
JUNE 1, 2006 THROUGH SEPTEMBER 30, 2006**

Submission n/ Filing Date	Period Covered	Total Fees Requested	Total Expenses Requested	Total Expenses That Should Have Been Requested⁵	Amount of Fees Paid (80%)	Expenses Paid (100%)	Amount of Holdback Fees Sought
	6/1/06 – 6/30/06	28,360.80	3,181.37	25,130.51	22,688.64	3,181.37	2,441.87
	7/1/06 – 7/31/06	47,718.90	1,340.59	43,618.13	38,175.12	1,340.59	5,443.01
	8/1/06 – 8/31/06	25,501.05	1,255.53	24,311.50	20,400.84	1,255.53	3,910.66
	9/1/06 – 9/30/06	18,456.75	1,408.89	15,268.15	0.00	0.00	502.75
TOTALS		\$120,037.50	\$7,186.38	\$108,328.29	\$81,264.60	\$5,777.49	\$12,298.29

⁵ These amounts reflect a reduction in the amounts originally billed to comply with the 3% limit on fees for services related to fee applications.

SCHEDULE B

**SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED
COMMENCING JUNE 1, 2006 THROUGH SEPTEMBER 30, 2006⁶**

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE⁷</u>	<u>HOURS⁸</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Gary M. Ford	1977	\$735	0.60	441.00
Lou T. Mazawey	1975	\$665	0.20	133.00
Lonie A. Hassel	1980	\$565	135.00	76,275.00
Roberta J. Ufford	1994	\$550	0.30	165.00
Thomas S. Gigot	1984	\$565	5.40	3,051.00
William M. Evans	1986	\$550	23.50	12,925.00
Brigen L. Winters	1994	\$530	0.50	265.00
John F. McGuiness	1993	\$520	1.60	832.00
Mark L. Lofgren	1992	\$550	0.30	165.00
Christine L. Keller	1996	\$495	2.00	990.00
TOTAL PARTNERS			169.40	\$95,242.00
<u>OF COUNSEL</u>				
Kendall W. Daines	1987	\$485	1.50	727.50
TOTAL OF COUNSEL			1.50	727.50
<u>ASSOCIATES</u>				
Christy A. Tinnes	1998	\$460	4.30	1,978.00
Ellen M. Goodwin	1999	\$460	5.70	2,622.00
Anna A. Driggs	2000	\$425	16.50	7,012.50
Sarah A. Huck	2000	\$415	28.30	11,744.50
Eric M. Cotts	1994	\$415	2.70	1,120.50

⁶ This table shows figures before reduction for services related to fee applications.

⁷ These rates are the hourly professional and paraprofessional fee rates used in the rate structure described herein under Summary of Professional Compensation and Reimbursement of Expenses Requested.

⁸ Time summaries of the charges attributable to each professional and paraprofessional for each matter during the Third Interim Period are included with the Monthly Fee Statements attached hereto as Exhibit B.

Shannon N. Salinas	2002	\$355	3.30	1,171.50
Jason H. Lee	2006	\$285	10.20	2,907.00
Christina M. Crockett	2004	\$285	18.60	5,301.00
Heather E. Meade	2006	\$285	7.30	2,080.50
TOTAL ASSOCIATES			96.90	\$35,937.50
<u>PARAPROFESSIONALS</u>				
Mark Theby	N/A	\$195	5.00	975.00
Danielle E. Collins	N/A	\$145	2.90	420.50
Miller Cochran	N/A	\$145	0.50	72.50
TOTAL PARA- PROFESSIONALS			8.40	\$1,468.00
TOTAL			276.20	\$133,375.00
TOTAL FEES AFTER 10% DISCOUNT				\$120,037.50
80% OF FEES AFTER DISCOUNT				\$96,030.00

SCHEDULE C

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED COMMENCING JUNE 1, 2006 THROUGH SEPTEMBER 30, 2006⁹

Disbursements	Amount
DUPLICATION	122.70
POSTAGE	3.66
TELEPHONE (SPRINT TELECOM)	15.35
OUTSIDE OFFICE TELEPHONE	189.28
SHIPPING ¹⁰	963.16
FOOD ORDERED FOR PBGC MEETING	167.55
CAB	25.50
TRAVEL	2,255.64
FILING FEES ¹¹	31.49
RESEARCH SERVICES	189.70
FEES FOR ACCESSING TAX LIEN RECORDS	561.00
QUALIFIED PLANS NEWSLETTER	2,600.00
TOTAL	\$7,125.03

⁹ This table reflects a reduction in duplication expenses to \$0.10 per page. Groom bills clients for reasonable charges and disbursements incurred in connection with an engagement. Clients are billed for external charges at the actual cost billed by vendors or, in the case of telephone calls, at the approximate tariff rate. The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period. Due to normal bookkeeping procedures, many charges and disbursements are not recorded until later periods. Groom reserves the right to amend the amounts listed herein to include such previously unbilled disbursements.

¹⁰ Express shipping is used only when expressly required by the Bankruptcy Court or when first class mail is impracticable and the exigencies of time require this form of delivery.

¹¹ This amount was erroneously charged and has been credited back to the Debtors on their October 2006 bill.

SCHEDULE D

**SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING JUNE 1, 2006 THROUGH
SEPTEMBER 30, 2006**

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS REDUCTION¹²	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	234.40	116,859.00	116,859.00	105,173.10
00005	Bankruptcy Administration	41.80	16,516.00	3,505.77	3,155.19
TOTAL		276.20	\$133,375.00	\$120,364.77	\$108,328.29

¹² The fees for Bankruptcy Administration have been reduced to comply with the 3% limit on fees for services related to fee applications.

CERTIFICATE OF SERVICE

I hereby certify that on November 30, 2006, a true and correct copy of the foregoing Third Interim Fee Application of Groom Law Group, Chartered was served via overnight delivery service on:

David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Delphi Corporation

John Wm. Butler, Jr.
Skadden, Arps, Slate, Meagher & Flom,
LLP
333 West Wacker Drive, Ste. 2100
Chicago, IL 60606

Counsel for Debtors

Alicia M. Leonhard
The Office of the U.S. Trustee for the
Southern District of New York
33 Whitehall, Ste. 2100
New York, NY 10004

United States Trustee

Bonnie Steingart
Fried, Frank, Harris, Shriver & Jacobson,
LLP
One New York Plaza
New York, NY 10004

**Counsel for the Committee of Equity
Security Holders**

Kenneth S. Ziman and Marissa Wesley
Simpson Thacher & Bartlett, LLP
425 Lexington Avenue
New York, New York 10017

**Counsel for the Agent Under the Debtors'
Prepetition Credit Facility**

John D. Sheehan
Vice President & Chief
Restructuring Officer
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Valeria Venable
GE Plastics, Americas Credit Manager
GE Plastics, Americas
9930 Kincey Avenue
Huntersville, NC 28078

**Members of the Joint Fee Review
Committee**

Robert J. Rosenberg and Mark A. Broude
Latham & Watkins, LLP
885 Third Avenue
New York, NY 10022-4802

**Counsel for the Official Committee of
Unsecured Creditors**

Marlene Melican
Davis Polk & Wardell
450 Lexington Avenue
New York, NY 10017

**Counsel for the Agent Under the Debtors'
Postpetition Credit Facility**

I hereby certify that on November 30, 2006, a notice of the foregoing Third Interim Fee Application of Groom Law Group, Chartered was served via electronic notice on the persons listed on the Delphi Corporation Master Service List and the Delphi Corporation 2002 List.



Lonie A. Hassel, Esq.
GROOM LAW GROUP, CHARTERED

EXHIBIT A

EXHIBIT A

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Lonie A. Hassel
Special Employee Benefits Counsel for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X
In re:	: Chapter 11
DELPHI CORPORATION, <u>et al.</u>,	: Case No. 05-44481 (RDD)
Debtors.	: Jointly Administered
-----	X

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN SUPPORT OF THIRD
INTERIM FEE APPLICATION OF GROOM LAW GROUP, CHARTERED FOR
INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Lonie A. Hassel, hereby certify that:

1. I am a principal with the applicant firm, Groom Law Group, Chartered (“Groom”), and I am the attorney with responsibility for the engagement of Groom as special employee benefits counsel to Delphi Corporation and certain of its direct and indirect subsidiaries, as debtors-and-debtors-in-possession (collectively, the “Debtors”), and, in that capacity, I am responsible for compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the “Local Guidelines”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines”), and the Order Pursuant to

Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members (the “Administrative Order,” collectively with the Local Guidelines and UST Guidelines, the “Guidelines”).

2. This certification is made in respect of Groom’s Third Interim Fee Application, dated November 30, 2006 (the “Third Interim Fee Application”), for interim compensation and reimbursement of expenses for the period commencing June 1, 2006, through and including September 30, 2006 (the “Third Interim Period”) in accordance with the Guidelines.

3. In respect of section B.1 of the Local Guidelines, I certify that:

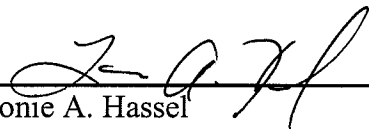
- a. I have read the Third Interim Fee Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with practices customarily employed by Groom and generally accepted by Groom’s clients; and
- d. in providing a reimbursable service, Groom does not make a profit on that service, whether the service is performed by Groom in-house or through a third party.

4. In respect of section B.2 of the Local Guidelines, and as required by the Administrative Order, I certify that Groom has complied with these provisions requiring it to provide the Debtors, counsel appointed for the statutory committee of unsecured creditors (the “Creditors Committee”), counsel appointed for the Committee of the Equity Security holders (“Equity Committee”), the members of the Joint Fee Review Committee (“Fee Committee”) and the United States Trustee for the Southern District of New York (the “United States Trustee”) with, on a monthly basis, a statement of Groom’s fees and disbursements accrued during the previous month.

5. In respect of section B.3 of the Local Guidelines, I certify that the Debtors, counsel for the Creditors Committee, counsel for the Equity Committee, members of the Fee Committee, and the United States Trustee are each being provided with a copy of the Third Interim Fee Application.

Dated: Washington, D.C.
November 30, 2006

Respectfully submitted,



Lonie A. Hassel
GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W., Suite 1200
Washington, D.C. 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503

SPECIAL EMPLOYEE BENEFITS COUNSEL
FOR THE DEBTORS AND DEBTORS-IN-
POSSESSION

EXHIBIT B

Pg 30 of 86
GROOM LAW GRC JP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

July 26, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

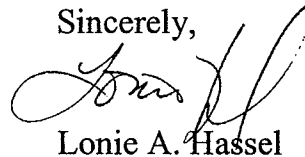
Re: Statement for Professional Services Rendered During
the Period Ending June 30, 2006

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from June 1, 2006 through June 30, 2006. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$22,688.64) and 100% of the expenses (\$3,181.37) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.
Bonnie Steingart, Esq.
John Sheehan, Esq.

GROOM LAW GROUP, CHARTERED
Valeria Venable 1701 Pennsylvania Ave., N.W. • Washington, D.C. 20006-5811
202-857-0620 • Fax: 202-659-4503 • www.groom.com

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006-5811

FEI #52-1219029

July 21, 2006

Bill Number 10031614

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

Professional services rendered for the period ending June 30, 2006.

DEBTOR REPRESENTATION	\$ 27,109.50	
Less 10 Percent	\$ -2,710.95	
BANKRUPTCY ADMINISTRATION	\$ 4,402.50	
Less 10 Percent	\$ -440.25	
Total Fees		\$ 28,360.80
DEBTOR REPRESENTATION	\$ 2,382.21	
BANKRUPTCY ADMINISTRATION	\$ 149.16	
QUALIFIED PLANS	\$ 650.00	
Total Disbursements		<u>\$ 3,181.37</u>
Total		<u>\$ 31,542.17</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

ROOM LAW GROUP, CHARTER, /**1701 Pennsylvania Avenue, N.W.****Suite 1200****Washington, D.C. 20006****FEI #52-1219029**

July 21, 2006

Bill Number 10031614

File Number 013580

DELPHI CORPORATION

David Sherbin
 General Counsel
 Delphi Corporation
 5725 Delphi Drive
 Troy, MI 48098

FOR PROFESSIONAL SERVICESRe: **DEBTOR REPRESENTATION**

File Number 013580-00004

Through June 30, 2006

06/01/06	LAH	Review and respond to e-mail from F. Kuplicki regarding reportable event issue.	0.50 Hrs
06/01/06	LAH	Research regarding status of PBGC lien filings.	0.30 Hrs
06/01/06	LAH	Telephone call with F. Kuplicki regarding reportable event, contribution issues.	0.30 Hrs
06/01/06	LAH	E-mail to F. Kuplicki regarding excise tax.	0.20 Hrs
06/01/06	WME	Telephone call with K. Cobb re: 401(a)(33) issue.	0.50 Hrs
06/01/06	MT	Research re: status of PBGC lien filings.	0.50 Hrs
06/02/06	LAH	Assist at 1113/1114 hearing re: benefits issues.	6.00 Hrs
06/02/06	LAH	Telephone call and e-mails with F. Kuplicki regarding attrition programs.	0.50 Hrs
06/02/06	LAH	Review memorandum regarding distress termination for hearing.	0.30 Hrs
06/05/06	LAH	Prepare for and attend 1113/1114 hearing.	2.30 Hrs
06/05/06	LAH	Telephone call to F. Kuplicki regarding 1113/1114 hearing.	0.20 Hrs
06/05/06	MT	Research re: PBGC lien filings.	4.00 Hrs
06/06/06	LAH	E-mail from and telephone call to F. Kuplicki regarding notice issue.	0.20 Hrs
06/06/06	LAH	Review PBGC lien filing information.	0.50 Hrs
06/06/06	LAH	Draft e-mail to Skadden regarding PBGC lien filing information.	0.30 Hrs
06/06/06	LAH	E-mails from K. Marafioti regarding Compass information request.	0.10 Hrs
06/06/06	MT	Follow-up with LAH re: lien filings and duplicate submissions.	0.50 Hrs
06/07/06	GMF	Research and review document room question.	0.30 Hrs
06/07/06	LAH	Review e-mails regarding document request from Compass.	0.20 Hrs
06/07/06	LAH	Analyze issues regarding PBGC document request.	0.50 Hrs
06/07/06	LAH	Telephone calls with F. Kuplicki regarding conference call, PBGC request.	0.20 Hrs
06/08/06	LAH	Analyze PBGC lien information.	1.00 Hrs
06/08/06	LAH	E-mails to K. Marafioti regarding PBGC lien filings, Compass information request.	0.30 Hrs
06/08/06	LAH	Telephone call with F. Kuplicki regarding participant notice issues.	0.30 Hrs

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ROOM LAW GROUP, CHARTER.
 1701 Pennsylvania Avenue, N.W.
 Suite 1200
 Washington, D.C. 20006
 FEI #52-1219029

DELPHI CORPORATION

06/08/06	LAH	Telephone call with K. Marafioti, Rothschild regarding Compass information request.	0.30 Hrs
06/08/06	LAH	Conference call regarding PBGC issues.	1.00 Hrs
06/08/06	LAH	Meet and conference call regarding 1113/1114 scheduling.	0.70 Hrs
06/08/06	LAH	Research regarding SERP, severance issues.	0.70 Hrs
06/08/06	JFM	Discuss treatment of SERP with LAH.	0.30 Hrs
06/09/06	LAH	Review draft order regarding benefits issues.	0.30 Hrs
06/09/06	AAD	Research and analysis re severance benefits.	0.50 Hrs
06/13/06	AAD	Research and analysis re severance issues.	2.00 Hrs
06/14/06	AAD	Research and analysis re severance plan issues.	2.00 Hrs
06/15/06	LAH	Review and revise pension plan filing timeline.	0.30 Hrs
06/15/06	LAH	Review information for telephone call regarding Form 5330.	0.30 Hrs
06/15/06	LAH	Telephone call with K. Cobb, W. Sollee regarding contribution issues.	0.30 Hrs
06/15/06	AAD	Research and analysis re severance plan issues.	2.50 Hrs
06/16/06	LAH	Telephone call with F. Kuplicki regarding attrition program issue.	0.20 Hrs
06/16/06	LAH	Discuss severance research with AAD	0.30 Hrs
06/16/06	LAH	Review severance plan research.	0.70 Hrs
06/16/06	AAD	Research and analysis re severance plan issues.	1.00 Hrs
06/19/06	LAH	Review e-mail regarding PBGC request and draft comments to K. Marafioti.	0.50 Hrs
06/19/06	LAH	Telephone call with F. Kuplicki regarding attrition plan, reporting, other plan issues.	0.50 Hrs
06/19/06	LAH	Research regarding and review material for reportable event filing.	1.00 Hrs
06/20/06	LAH	E-mails from and to K. Cobb regarding pension plan issue.	0.30 Hrs
06/21/06	LAH	Review and analyze equity committee request for information regarding benefit plans.	0.50 Hrs
06/21/06	LAH	E-mails from and to K. Marafioti regarding equity committee request for actuarial information.	0.30 Hrs
06/23/06	LAH	Prepare materials for PBGC Form 200 filings.	0.20 Hrs
06/23/06	LAH	Telephone call with equity committee et al. regarding actuarial questions.	1.50 Hrs
06/26/06	LAH	Analyze issues regarding information requests from Compass.	0.50 Hrs
06/26/06	LAH	Telephone call with client, advisors regarding Compass information requests.	0.50 Hrs
06/26/06	LAH	Final review and arrange for filing PBGC Form 200.	0.50 Hrs
06/26/06	LAH	Research regarding business sale issues.	1.00 Hrs
06/26/06	LAH	Telephone calls with F. Kuplicki regarding business sale issues.	0.30 Hrs
06/26/06	MLL	Telephone call from LAH re: possible options for pension service crediting after sale of division.	0.30 Hrs
06/26/06	AAD	Research and analysis re severance plan issues.	1.50 Hrs
06/26/06	AAD	Work on the chart re: severance plan issues.	1.50 Hrs
06/26/06	DEC	Prepare documents for filing with PBGC.	0.50 Hrs
06/27/06	LAH	Review and respond to e-mail regarding Compass information request.	0.20 Hrs
06/28/06	AAD	Prepare chart summarizing severance plan research.	3.00 Hrs
06/29/06	LAH	Research regarding severance plan issue.	0.30 Hrs
06/29/06	AAD	Revise the chart summary re severance plans.	1.00 Hrs
06/29/06	AAD	Follow up research re severance plans.	1.00 Hrs

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ROOM LAW GROUP, CHARTER.

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

06/30/06	LAH	Revise chart regarding severance plan issues.	1.30 Hrs
06/30/06	LAH	Research regarding severance plan issues.	2.00 Hrs
06/30/06	WME	Prepare salaried plan memo on supplements.	2.00 Hrs
			\$ 27,109.50

GARY M. FORD - Principal	0.30 Hrs	735/hr	\$ 220.50
LONIE A. HASSEL - Principal	30.70 Hrs	565/hr	\$ 17,345.50
WILLIAM M. EVANS - Principal	2.50 Hrs	550/hr	\$ 1,375.00
MARK L. LOFGREN - Principal	0.30 Hrs	550/hr	\$ 165.00
JOHN F. McGUINNESS - Principal	0.30 Hrs	520/hr	\$ 156.00
ANNA A. DRIGGS - Associate	16.00 Hrs	425/hr	\$ 6,800.00
MARK . THEBY - Paralegal	5.00 Hrs	195/hr	\$ 975.00
DANIELLE E. COLLINS - Paralegal	0.50 Hrs	145/hr	\$ 72.50
	55.60 Hrs		\$ 27,109.50

DISBURSEMENTS

Through June 30, 2006

Duplication Services	\$ 129.30
Meals & Entertainment	\$ 167.55
Miscellaneous	\$ 561.00
Postage	\$ 3.66
Research Services	\$ 0.80
Shipping	\$ 112.54
Sprint Telecom	\$ 8.41
Travel	\$ 1,398.95

TOTAL DISBURSEMENTS THIS MATTER \$ 2,382.21

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through June 30, 2006

06/12/06	SAH	Analyze modification to interim fee orders.	0.50 Hrs
06/12/06	SAH	Revise monthly bill.	0.50 Hrs
06/12/06	SAH	Confer with CJR regarding changes to draft motion to dismiss and begin revising draft.	2.30 Hrs
06/15/06	LAH	Telephone call from Skadden regarding March and April fee filings.	0.10 Hrs
06/15/06	LAH	Discuss changes to fee filings with SAH.	0.20 Hrs
06/15/06	SAH	Review Delphi orders.	0.70 Hrs
06/15/06	SAH	Prepare amended fee statements.	1.00 Hrs
06/20/06	SAH	Review and revise monthly bill to conform to bankruptcy court orders.	0.50 Hrs
06/22/06	SAH	Revise monthly bill to conform with court orders.	0.20 Hrs
06/22/06	SAH	Analyze issues relating to amended notice of filing of fee	0.40 Hrs

ROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

		application and service if same.	
06/23/06	SAH	Prepare amended notices regarding fee application.	0.80 Hrs
06/27/06	SAH	Prepare monthly bills.	0.70 Hrs
06/27/06	SAH	Review fee summary charts with accounting personnel.	0.60 Hrs
06/28/06	SAH	Finalize May bill to conform with bankruptcy order.	0.50 Hrs
06/29/06	SAH	Analyze Fee Protocol and Fee Committee memorandum.	1.50 Hrs

\$ 4,402.50

LONIE A. HASSEL - Principal	0.30 Hrs	565/hr	\$ 169.50
SARAH A. HUCK - Associate	10.20 Hrs	415/hr	\$ 4,233.00
	<u>10.50 Hrs</u>		<u>\$ 4,402.50</u>

DISBURSEMENTS
Through June 30, 2006

Duplication Services	\$ 0.45
Shipping	\$ 148.71

TOTAL DISBURSEMENTS THIS MATTER \$ 149.16

Re: QUALIFIED PLANS

File Number 013580-02000

Through June 30, 2006

\$ 650.00

TOTAL FEES	\$ 31,512.00
FEES DISCOUNTED UNDER BILLING ARRANGEMENT	\$ - 3,151.20
TOTAL DISBURSEMENTS	\$ 3,181.37
TOTAL DUE THIS STATEMENT	<u>\$ 31,542.17</u>

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	5,360.31
10028076	12/9/05	10,497.06
10028570	1/11/06	2,866.95
10029062	2/13/06	6,775.74
10029490	3/13/06	11,315.16
10029913	04/25/06	14,694.93
10030673	05/24/06	8,820.81
10031122	06/16/06	73,951.52

ROOM LAW GROUP, CHARTERL

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

TOTAL A/R \$ 134,282.48

TOTAL DUE \$ 165,824.65

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
----- x	:	

**SUMMARY OF PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED,
SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, FOR THE
PERIOD FROM JUNE 1, 2006 THROUGH JUNE 30, 2006**

By Order dated November 4, 2005, the Bankruptcy Court authorized the employment and retention of Groom Law Group, Chartered ("Groom") as special employee benefits counsel to Debtors in the above-captioned action. Pursuant to that Order and in accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members in the above-captioned action, Groom hereby provides certain summary information regarding the professional services provided to Debtors by Groom for the period June 1, 2006 through and including June 30, 2006 (the "Compensation Period"). Additional detailed information regarding the professional services rendered and disbursements incurred is contained in the attached fee statements for the Compensation Period.

BRIEF DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

The following is a summary of the professional services rendered by Groom during the Compensation Period. This summary is organized in accordance with Groom's internal system of project or work codes.

- **0004 – Debtor Representation:** During the Compensation Period, Groom provided Debtors with analysis and advice regarding plan contribution and funding, the 1113/1114 motion, PBGC liens, and severance plan matters, among other issues.
- **0005 – Bankruptcy Administration:** During the Compensation Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedures, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors.

**SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED
COMMENCING JUNE 1, 2006 THROUGH JUNE 30, 2006**

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Gary M. Ford	1977	\$735	.30	220.50
Lonie A. Hassel	1980	\$565	31.00	17,515.00
William M. Evans	1986	\$550	2.50	1,375.00
Mark L. Lofgren	1992	\$550	.30	165.00
John F. McGuiness	1993	\$520	.30	156.00
TOTAL PARTNERS			34.40	\$19,431.50
<u>ASSOCIATES</u>				
Anna A. Driggs	2000	\$425	16.00	6,800.00
Sarah A. Huck	2000	\$415	10.20	4,233.00
TOTAL ASSOCIATES			26.20	\$11,033.00
<u>PARAPROFESSIONALS</u>				
Mark Theby	N/A	\$195	5.00	975.00
Danielle E. Collins	N/A	\$145	.80	72.50
TOTAL PARA- PROFESSIONALS			5.80	\$1,047.50
TOTAL			66.10	\$31,512.00
TOTAL FEES AFTER 10% DISCOUNT				\$28,360.80
80% OF FEES AFTER DISCOUNT				\$22,688.64

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY
GROOM LAW GROUP, CHARTERED
COMMENCING JUNE 1, 2006 THROUGH JUNE 30, 2006

Disbursements	Amount
MEALS & ENTERTAINMENT	167.55
DUPLICATION	129.75
SHIPPING	261.25
RESEARCH SERVICES	.80
POSTAGE	3.66
TELEPHONE (SPRINT TELECOM)	8.41
TRAVEL	1,398.95
MISCELLANEOUS	561.00
QUALIFIED PLANS	650.00
TOTAL	\$3,181.37

SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING JUNE 1, 2006 THROUGH JUNE 30, 2006

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	55.60	27,109.50	24,398.55
00005	Bankruptcy Administration	10.50	4,402.50	3,962.25
TOTAL		66.10	\$31,512.00	\$28,360.80

GROOM
LAW GROUP

Travel Expense Statement

TRAVELER:
Lonie A. Hassel

DATE(S) OF TRAVEL:
June 2, 2006

TRAVEL TO:
New York, NY

TRAVEL FROM:
Reagan National

CLIENT/MATTER NO.:
13580-4

REASON FOR TRAVEL:
Attend Delphi 1113/1114 hearing

BUSINESS TEAM:
Litigation

EXPENSES INCURRED DIRECTLY BY TRAVELER						Attach receipt if \$25.00 or more.
Date	Description of Expense	Transportation	Lodging	Client Meals and Entertainment*	Personal Meals	Misc.
6/2/06	Airfare	628.60	0.00	0.00	0.00	0.00
6/2/06	Taxi to Courthouse	46.00	0.00	0.00	0.00	0.00
6/2/06	Tip for car	10.00	0.00	0.00	0.00	0.00
6/2/06	Parking at DCA	0.00	0.00	0.00	0.00	15.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
EXPENSE TOTALS		\$ 684.60	\$ 0.00	\$ 0.00	\$ 0.00	\$ 15.00
* Meals and Entertainment Expense Statements required for client meals and entertainment expenses.						\$ 699.60

FOR NON-CLIENT CHARGEABLE EXPENSES

Guidelines for Principals

- \$201 to \$2000: Approval by Practice Group Leader Coordinator ("PGLC")
 - Over \$2000: EC Majority Concurrence
- PGLC _____
- EC Concurrence _____

Guidelines for Non-Principals

- Up to \$200: Approval by a Principal
 - \$201 to \$2000: Approval by a Principal and PGLC
 - Over \$2000: EC Majority Concurrence
- Principal Approval _____
- PGLC _____
- EC Concurrence _____

I hereby certify that the foregoing expenses were incurred by me.


SIGNATURE: _____

DATE: _____


6/6/06

Hassel, Lonie

From: US Airways [reservations@myusairways.com]
Sent: Sunday, June 04, 2006 8:21 PM
To: Hassel, Lonie
Subject: US Airways Travel Confirmation



Travel Confirmation



Save Airport Time:

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- [Baggage Policies](#)
- [International Travel](#)

Quick Links:

- [Purchase Tickets](#)
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- [Travel Protection](#)


Dividend Miles:

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- [Earn More Miles](#)
- [Use My Miles](#)
- [Purchase/Gift Miles](#)
- [Program Details](#)
- [Credit Cards](#)
- [Star Alliance](#)
- [US Airways Club](#)
- [Upgrades](#)

Travel Confirmation: VAEOH3

Thank you for flying US Airways. Your purchase is now complete and your reservation has been electronically ticketed. No paper tickets will be sent. For customer assistance, please call 800-428-4322.

CONFIRMATION	VAEOH3
Date Issued	06/04/06 at 05:13 PM
Form of Payment	American Express *****1008
Grand Total	\$628.60



FREE UPGRADE
plus 1,000 miles!

GO AVIS

Cancellation/Interruption Protection
Access America can help protect you from losing prepaid deposits and paying additional expenses caused by unexpected cancellations or trip interruptions. Put your mind at ease - [buy your coverage now!](#)

Passenger Information			
Party of 1	Dividend Miles #	Ticket #	Seat #
LONIE HASSEL	700K6P6	40121788959000	**, **

Special Needs

Passenger

Special Needs

Flight Itinerary

Depart	Flight #	From	To	Arrive	Details
07:00 AM Mon, Jun 05	2160	Washington, DC (Reagan) Airbus A319	New York, NY (Laguardia)	08:05 AM Mon, Jun 05	Meal: Snack Class: Coach
05:00 PM Mon, Jun 05	2183	New York, NY (Laguardia) Airbus A319	Washington, DC (Reagan)	06:10 PM Mon, Jun 05	Meal: None Class: Coach

1 Passenger(s)	
Fare	\$565.58
Taxes & Fees	\$63.02
Grand Total	\$628.60

LANCE BURTON
MASTER MAGICIAN

APPERING
ONLY
at

Monte Carlo
NEIGHBORHOOD & CASINO
LAS VEGAS

REAGAN NATIONAL
AIRPORT

For Questions or Comments... 1-800-417-4300

Entrance: 05:49 06/05/06 Lane # 06

Exit : 14:17 06/05/06 Lane # 35

License plate VA JZL2521

Cashier : 010 Seq. # 0489

Length of stay 0/000 08h. 28m.

Amount paid \$ 15.00 Cash

***** Thank You for Flying *****

***** Reagan National Airport *****

MED # 9K79
06/05/06 TR 7764
START END MILES
08:00 08:39 15.5
FARE : \$ 34.50
EXTRA: \$ 0.00
TOTAL: \$ 34.50

THANKS
TO CONTACT TLC
DIAL 7-1-1

+ toll tip = 46.00



Travel Expense Statement

[Handwritten signature]

TRAVELER:
Lonie A. Hassel

DATE(S) OF TRAVEL:
June 5, 2006

TRAVEL TO:
New York, NY

TRAVEL FROM:
Reagan National

CLIENT/MATTER NO.:
13580-4

REASON FOR TRAVEL:
Attend Delphi 1113/1114 hearing

BUSINESS TEAM:
Litigation

EXPENSES INCURRED DIRECTLY BY TRAVELER

Attach receipt if \$25.00 or more.

Date	Description of Expense	Transportation	Lodging	Client Meals and Entertainment*	Personal Meals	Misc.
6/5/06	Airfare	628.60	0.00	0.00	0.00	0.00
6/5/06	Taxi to Courthouse	46.00	0.00	0.00	0.00	0.00
6/5/06	Tip for dial car	5.00	0.00	0.00	0.00	0.00
6/5/06	Parking at DCA	0.00	0.00	0.00	0.00	15.00
6/5/06	Lunch	0.00	0.00	0.00	4.75	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
EXPENSE TOTALS		\$ 684.60	\$ 0.00	\$ 0.00	\$ 4.75	\$ 15.00

* Meals and Entertainment Expense Statements required for client meals and entertainment expenses.

\$ 699.35

FOR NON-CLIENT CHARGEABLE EXPENSES

Guidelines for Principals

- \$201 to \$2000: Approval by Practice Group Leader Coordinator ("PGLC")
 - Over \$2000: EC Majority Concurrence
- PGLC _____
EC Concurrence _____

Guidelines for Non-Principals

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 - \$201 to \$2000: Approval by a Principal and PGLC
 - Over \$2000: EC Majority Concurrence
- Principal Approval _____
PGLC _____
EC Concurrence _____

I hereby certify that the foregoing expenses were incurred by me.

SIGNATURE: *[Handwritten signature]*

DATE: *6/6/06*



Confirmation

Thank you for making your reservation on usairways.com. Your new reservation is now complete and your reservation has been electronically ticketed. No paper tickets will be sent.

Confirmation 1YMTLO
 Date Issued 6/1/2006
 Form of Payment AMEX ****-****-****1-008
 Amount \$628.60

Passenger Information

Party of (1)	Frequent Flyer #	Ticket #	Seats
LONIE HASSEL	700K6P6	40121787528605	** **

If you have selected an exit row, please view [Emergency exit row/Airport check in kiosk notice](#)

Contact Information

Contact Name	Day Phone	Destination Phone
LONIE HASSEL	(703) 548-5345	(703) 732-3688

Itinerary and Fare Information

Depart	Arrive	Flight # and Details		
7:00 AM 02 Jun 2006 Washington, DC (Reagan)	8:04 AM 02 Jun 2006 New York, NY (Laguardia)	Flight: 2160 Class: Coach	Airbus A319 On-Time: 90-100%	Meal: Snack Travel Time: 1 h 4 m
Return	Arrive	Flight # and Details		
8:00 PM 02 Jun 2006 New York, NY (Laguardia)	9:07 PM 02 Jun 2006 Washington, DC (Reagan)	Flight: 2189 Class: Coach	Airbus A319 On-Time: 80-90%	Meal: None Travel Time: 1 h 7 m
Summary (1 Passenger)				
Base Fare				\$608.00
Taxes and Fees				\$20.60
Grand Total				\$628.60
Passenger Type				Adult
Base Fare				
DCA to LGA - Fare Basis U				\$282.79
LGA to DCA - Fare Basis U				\$282.79
Adjusted Base Fare				\$565.58
Tax: US Domestic Percentage				\$42.42
Fare				\$608.00
Tax: US Domestic Segment				\$6.60
Fee: US Passenger Facility Charge				\$9.00
September 11 Security Fee				\$5.00
Total Per Passenger				\$628.60
Number of Passengers				1
Total by Passenger Type				\$628.60

Terms and Conditions

- Ticket is non-transferable.

MED # 2B28
06/02/06 TR 5077
START END MILES
08:23 09:57 16.0
FARE : \$ 35.30
EXTRA: \$ 0.00
TOTAL: \$ 35.30

THANKS
TO CONTACT TLC
DIAL 3-1-1 x#
+ toll and tip =
46.00

REAGAN NATIONAL
AIRPORT

For Questions or Comments: (703) 417-4300

Entrance: 06:01 06/02/06 Lane # 06

Exit : 19:21 06/02/06 Lane # 06

License plate VA JZL2521

Cashier : 051 Seal # 1721

Length of stay 0/000 13h. 20min.

Amount paid \$ 15.00 Cash

**** Thank You for Flying. ****

**** Reagan National Airport ****

June 2, 2006 Delphi 1113/1114 hearing
Travel to New York
plane: 628.60
cab to courthouse: 46.00
tip for dial car: 10.00
parking at National: 15.00

June 5, 2006 Delphi 1113/1114 hearing
Travel to New York
plane: 628.60
cab to courthouse: 46.00
tip for dial car: 5.00
parking at Nat'l: 15.00
lunch: 4.75



Invoice #: 6060738

Date: 5/2/2006

Cust Billing Ref: 371257

Lafayette Center
Phone: (202) 463-4221
Fax: (202) 463-0210

Type: Delivery
Utensils: Disposable
Taken By: Jason Meck
Taken On: 05/01/06
3:45 PM

Delivery: Tue 05/02/06 11:00 - 11:15 AM

of Guests: 9

Ordered By: Sheron Fletcher
Phone: 202-861-5419

Quantity	Item #	Description	Price	Amount
9	4010	Masterpiece #1	\$11.99	\$107.91
9	2010	Sandwich Tray	\$0.00	\$0.00
9	7010	Sweet Tooth	\$0.00	\$0.00
9	LS102	Field Greens	\$0.00	\$0.00
1	1091	Fruit Tray - small	\$29.99	\$29.99

DRY!!

13580-4 ✓ Ag 5/2/06

Celebrate Cinco De Mayo With An Appetizer Party!! Ask Craig Or Jason For Ideas

Deliver To: Sheron Fletcher
Company: Groom Law
Address: 1701 Penn Ave NW (Loading Dock in Back)

City/State/Zip: Washington, DC 10022
Phone: 202-861-5419

Subtotal:	\$137.90
Delivery:	\$12.50
Tax:	\$14.51

On Account	Total:	\$164.91
	Payments:	\$0.00
	Balance Due:	\$164.91

Bill To:

Company: Osmio
Address: 437 Madison Ave 33rd fl
City/State/Zip: New York, NY 10022

Customer PO Nbr:
Credit Card Auth. Nbr:

Customer #: 100215

Received By:

Person: _____ Company: _____ P.O.#: _____

Terms: Net 10 Days **PLEASE PAY FROM THIS INVOICE** Finance Charge: 1.5% Per Month
Make checks payable to 1001 Restaurant Corp.
Please return the remittance copy with your payment to:

1001 Restaurant Corp., 5105 Berwyn Rd. Ste 101, College Park MD 20740
(301) 220-1001, FAX (301) 220-4489

100215

Remittance Copy
Page 1 of 1

6060738

GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

August 30, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

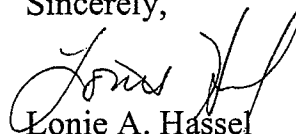
Re: Statement for Professional Services Rendered During
the Period Ending July 31, 2006

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from July 1, 2006 through July 31, 2006. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$38,175.12) and 100% of the expenses (\$1,340.59) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.
Bonnie Steingart, Esq.
John Sheehan, Esq.
Valeria Venable

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Ave., N.W. • Washington, D.C. 20006-5811
202-857-0620 • Fax: 202-659-4503 • www.groom.com

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
----- x	:	

**SUMMARY OF PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED,
SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, FOR THE
PERIOD FROM JULY 1, 2006 THROUGH JULY 31, 2006**

By Order dated November 4, 2005, the Bankruptcy Court authorized the employment and retention of Groom Law Group, Chartered ("Groom") as special employee benefits counsel to Debtors in the above-captioned action. Pursuant to that Order and in accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members in the above-captioned action, Groom hereby provides certain summary information regarding the professional services provided to Debtors by Groom for the period July 1, 2006 through and including July 31, 2006 (the "Compensation Period"). Additional detailed information regarding the professional services rendered and disbursements incurred is contained in the attached fee statements for the Compensation Period.

BRIEF DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

The following is a summary of the professional services rendered by Groom during the Compensation Period. This summary is organized in accordance with Groom's internal system of project or work codes.

- **0004 – Debtor Representation:** During the Compensation Period, Groom provided Debtors with analysis and advice regarding plan contribution and funding, the 1113/1114 motion, PBGC liens, and pension liability matters, among other issues.
- **0005 – Bankruptcy Administration:** During the Compensation Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedures, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors.

**SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED
COMMENCING JULY 1, 2006 THROUGH JULY 31, 2006**

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Gary M. Ford	1977	\$735	.30	220.50
Lonie A. Hassel	1980	\$565	45.30	25,594.50
Thomas S. Gigot	1984	\$565	5.40	3,051.00
William M. Evans	1986	\$550	21.00	11,550.00
Brigen L. Winters	1994	\$530	.50	265.00
TOTAL PARTNERS			72.50	\$40,681.00
<u>ASSOCIATES</u>				
Christy A. Tinnes	1998	\$460	4.30	1,978.00
Sarah A. Huck	2000	\$415	13.70	5,685.50
Christina M. Crockett	2004	\$285	15.90	4,531.50
TOTAL ASSOCIATES			33.90	\$12,195.00
<u>PARAPROFESSIONALS</u>				
Danielle E. Collins	N/A	\$145	1.00	145.00
TOTAL PARA- PROFESSIONALS			1.00	\$145.00
TOTAL			107.40	\$53,021.00
TOTAL FEES AFTER 10% DISCOUNT				\$47,718.90
80% OF FEES AFTER DISCOUNT				\$38,175.12

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY
GROOM LAW GROUP, CHARTERED
COMMENCING JULY 1, 2006 THROUGH JULY 31, 2006

Disbursements	Amount
OUTSIDE OFFICE TELEPHONE	6.18
DUPLICATION	54.30
SHIPPING	192.00
RESEARCH SERVICES	20.95
CAB	25.50
TELEPHONE (SPRINT TELECOM)	6.94
TRAVEL	384.72
QUALIFIED PLANS	650.00
TOTAL	\$1,340.59

SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING
JULY 1, 2006 THROUGH JULY 31, 2006

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	93.20	47,053.00	42,347.70
00005	Bankruptcy Administration	14.20	5,968.00	5,371.20
TOTAL		107.40	\$53,021.00	\$47,718.90

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006-5811
FEI #52-1219029

August 25, 2006

Bill Number 10032122

File Number 013580

DELPHI CORPORATION

David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Professional services rendered for the period ending July 31, 2006.

DEBTOR REPRESENTATION	\$ 47,053.00	
Less 10 Percent	\$ -4,705.30	
BANKRUPTCY ADMINISTRATION	\$ 5,968.00	
Less 10 Percent	\$ -596.80	
Total Fees		\$ 47,718.90
DEBTOR REPRESENTATION	\$ 690.59	
QUALIFIED PLANS	\$ 650.00	
Total Disbursements		<u>\$ 1,340.59</u>
Total		<u>\$ 49,059.49</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

August 25, 2006

Bill Number 10032122

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through July 31, 2006

07/03/06	WME	B200.B220 - 103 Prepare memo re: salaried plan supplements.	2.00 Hrs
07/05/06	LAH	B200.B220 - 106 Communicate (with client): E-mails from and to F. Kuplicki regarding Forms 200.	0.10 Hrs
07/05/06	LAH	B200.B220 - 106 Communicate (with client): E-mails from and to N. Hennessy regarding PBGC Forms 200.	0.10 Hrs
07/05/06	LAH	B200.B220 - 102 Research: Research regarding PBGC Forms 200 for independent fiduciary.	0.10 Hrs
07/05/06	WME	B200.B220 - 103 Prepare memo re: salaried plan supplements.	6.00 Hrs
07/06/06	LAH	B200.B220 - 106 Communicate (with client): E-mails from and to F. Kuplicki regarding COBRA issues.	0.20 Hrs
07/06/06	CAT	B200.B220 - 104 Review COBRA chart.	0.80 Hrs
07/07/06	LAH	B400.B410 - 104 Review/analyze: Review and analyze COBRA chart, issues.	1.80 Hrs
07/07/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki, CAT regarding COBRA chart, issues.	1.00 Hrs
07/07/06	CAT	B200.B220 - 104 Review COBRA issues and chart.	2.00 Hrs
07/07/06	CAT	B200.B220 - 106 Communicate (with client) conference call with LAH and F. Kuplicki re: COBRA issues and chart.	1.00 Hrs
07/07/06	CAT	B200.B220 - 104 Review revised chart.	0.50 Hrs
07/10/06	WME	B200.B220 - 103 Draft/revise - Prepare memo re: Salaried Plan benefits.	7.50 Hrs
07/11/06	WME	B200.B220 - 103 Draft/revise - Prepare memo re: Salaried Plan benefits (and email draft to K. Cobb).	5.50 Hrs
07/13/06	LAH	B400.B410 - 106 Communicate (with client): E-mails from and to J. Sheehan, K. Marafioti, F. Kuplicki regarding independent fiduciary request, PBGC information request.	0.20 Hrs
07/13/06	LAH	B400.B410 - 104 Review/analyze: Review/analyze PBGC information request.	0.20 Hrs
07/14/06	LAH	B400.B410 - 107 Communicate (other outside counsel): Conference call with Skadden, O'Melveny, B. Sax regarding 1113/1114 issues.	1.70 Hrs
07/17/06	LAH	B200.B220 - 102 Research: Research regarding reportable event issues.	0.30 Hrs
07/17/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise memorandum	1.50 Hrs

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006
FEI #52-1219029

DELPHI CORPORATION

		regarding pension liability issue.	
07/17/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding pension plan issue.	0.50 Hrs
07/17/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding pension plan issue.	0.50 Hrs
07/17/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Telephone call from M. Perl (Skadden) regarding excise tax issue.	0.20 Hrs
07/17/06	CMC	B400.B410 - 105 Communicate (in firm) with LAH re: pension plan liability research.	0.30 Hrs
07/17/06	CMC	B400.B410 - 102 Research and review ERISA pension plan liability issue.	0.30 Hrs
07/18/06	LAH	B200.B220 - 104 Review/analyze: Review proposed stipulation from FCI.	0.30 Hrs
07/18/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise language regarding excise tax.	0.50 Hrs
07/18/06	TSG	B100.B110 - A103: Review and revise bench memorandum re: pension issue.	0.50 Hrs
07/18/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze DIP facility checklist regarding benefit issues.	0.70 Hrs
07/18/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding DIP checklist, reportable events.	0.30 Hrs
07/19/06	TSG	B100.B110 - A106 Communicate (with client): Conference call with co-counsel re: contribution issue.	2.00 Hrs
07/19/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding pension issue.	0.80 Hrs
07/19/06	CMC	B400.B410 - 102 Research regulations, regulation preambles, PBGC materials, applicable commentary re: pension plan liability issue.	2.00 Hrs
07/19/06	CMC	B400.B410 - 102 Research committee reports, House and Senate documents, and various legislative history databases re: pension plan liability issues.	1.90 Hrs
07/20/06	LAH	B200.220 - 107 Communicate (other outside counsel): Telephone call with M. Perl regarding contribution issues.	1.00 Hrs
07/20/06	LAH	B200.B220 - 102 Research: Research regarding contribution issues.	0.50 Hrs
07/20/06	LAH	B200.B220 - 106 Communicate (with client): Telephone calls and e-mails from and to K. Cobb regarding Form 200.	0.30 Hrs
07/20/06	CMC	B400.B410 - 103 Draft/revise research memorandum re: pension plan liability issues.	2.20 Hrs
07/20/06	CMC	B400.B410 - 102 Research and review Senate labor committee hearing transcripts and PBGC opinion letters on pension plan liability issues.	3.00 Hrs
07/21/06	GMF	B400.B420 - 102 Research and review excise tax issue.	0.30 Hrs
07/21/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding pension plan issue.	0.30 Hrs
07/21/06	LAH	B200.B220 - 102 Research: Research regarding section 4971 issues.	1.70 Hrs
07/21/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Telephone calls with M. Perl regarding section 4971 issues.	0.70 Hrs
07/21/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise Form 200 responses for HRP, SRP, PHI plan.	0.70 Hrs

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

07/21/06	LAH	B200.B220 - 102 Research: Research regarding reportable event issues.	1.00 Hrs
07/21/06	LAH	B200.B220 - 102 Research: Research regarding plan freeze issue.	0.30 Hrs
07/21/06	LAH	B200.B220 - 106 Communicate (with client): E-mail and telephone call to F. Kuplicki regarding plan freeze issue.	0.30 Hrs
07/21/06	TSG	B100.B110 - 105 Communicate (in firm): Conference with LAH regarding § 4971 issue.	0.50 Hrs
07/21/06	CMC	B400.B410 - 102 Research re: application of ERISA section 4062 in bankruptcy.	2.20 Hrs
07/21/06	CMC	B400.B410 - 103 Draft/revise research memorandum re: application of ERISA section 4062 in bankruptcy.	1.00 Hrs
07/21/06	DEC	B100.B110 - 101 - Plan and prepare for Form 200 CD filing with PBGC by downloading SEC filings.	0.50 Hrs
07/24/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise Form 200 filings.	1.00 Hrs
07/24/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise memorandum regarding pension plan liability.	4.00 Hrs
07/24/06	LAH	B200.B220 - 102 Research re: plan liability issues.	4.00 Hrs
07/24/06	TSG	B100.B110 - 104 Review/analyze: Review/analyze draft memorandum on pension plan liability.	0.40 Hrs
07/24/06	CMC	B400.B410 - 102 Research and review PBGC opinion letters and legislative history re: pension plan liability issues.	3.00 Hrs
07/24/06	DEC	B100.B110 - 101 - Prepare documents for filing with PBGC.	0.50 Hrs
07/25/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise memorandum regarding plan funding.	0.30 Hrs
07/26/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise memorandum regarding pension plan funding issues.	5.50 Hrs
07/26/06	LAH	B200.B220 - 106 Communicate (with client): Telephone calls with K. Cobb regarding plan funding issue.	0.50 Hrs
07/26/06	TSG	B100.B110 - 103 Draft/revise: Review and revise memorandum regarding funding.	1.00 Hrs
07/27/06	LAH	B200.B220 - 106 Communicate (with client): Telephone calls and e-mails with K. Cobb regarding pension contribution issues.	0.50 Hrs
07/27/06	LAH	B200.B220 - 106 Communicate (with client): Telephone calls with F. Kuplicki regarding pension strategy issues, July 31 meeting.	1.00 Hrs
07/27/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise memoranda regarding pension plan liability, contribution issues.	2.00 Hrs
07/27/06	TSG	B100.B110 - 103 Draft/revise: Revise memorandum on funding and pension liability.	1.00 Hrs
07/27/06	BLW	B200.B220 - 104 Review/analyze memo re: pension reform legislation and effect on plan contribution requirements.	0.50 Hrs
07/28/06	LAH	B200.B220 - 104 Review/analyze: Review materials for labor strategy meeting.	0.50 Hrs
07/30/06	LAH	B200.B220 - 104 Review/analyze: Review House bill provisions regarding contributions to SRP, HRP.	0.50 Hrs
07/31/06	LAH	B200.B220 - 104 Review/analyze: Review meeting materials, House bill for strategy meeting.	3.50 Hrs
07/31/06	LAH	B200.B220 - 109 Appear for/attend: Attend labor strategy meeting regarding 1113/1114 issues.	3.00 Hrs
07/31/06	LAH	B200.B220 - 106 Communicate (with client): Discuss 1113/1114 meeting issues, next steps with F. Kuplicki.	0.70 Hrs

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

\$ 47,053.00

GARY M. FORD - Principal	0.30 Hrs	735/hr	\$ 220.50
THOMAS S. GIGOT - Principal	5.40 Hrs	565/hr	\$ 3,051.00
LONIE A. HASSEL - Principal	44.80 Hrs	565/hr	\$ 25,312.00
WILLIAM M. EVANS - Principal	21.00 Hrs	550/hr	\$ 11,550.00
BRIGEN L. WINTERS - Principal	0.50 Hrs	530/hr	\$ 265.00
CHRISTY A. TINNES - Associate	4.30 Hrs	460/hr	\$ 1,978.00
CHRISTINA M. CROCKETT - Associate	15.90 Hrs	285/hr	\$ 4,531.50
DANIELLE E. COLLINS - Paralegal	1.00 Hrs	145/hr	\$ 145.00
	<hr/> 93.20 Hrs		<hr/> \$ 47,053.00

DISBURSEMENTS

Through July 31, 2006

Cab service	\$ 25.50
Duplication Services	\$ 54.30
Outside-Office Telephone	\$ 6.18
Research Services	\$ 20.95
Shipping	\$ 192.00
Sprint Telecom	\$ 6.94
Travel	\$ 384.72

TOTAL DISBURSEMENTS THIS MATTER

\$ 690.59

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through July 31, 2006

07/10/06	SAH	B100.B110 - 104 Review LCC requirements.	0.40 Hrs
07/12/06	SAH	B100.B110 - 104 Review monthly bill.	0.20 Hrs
07/17/06	SAH	B100.B110 - 104 Review/Analyze- Analyze issues relating to Fee Protocol requirements, LCC memorandums and submissions of First Fee Application.	1.50 Hrs
07/24/06	SAH	B100.B110 - 103 Draft/Revise - Revise monthly bill in accordance with Bankruptcy Court orders and fee protocol.	0.50 Hrs
07/25/06	SAH	B100.B110 - 103 Begin preparation of Second Interim Fee Application.	0.80 Hrs
07/26/06	SAH	B100.B110 - 104 Review/Analyze - Finalize June bill.	0.70 Hrs
07/27/06	SAH	B100.B110 - 101 Plan and prepare for - Prepare Second Interim Fee Application..	1.80 Hrs
07/28/06	LAH	B100.B160 - 103 Draft/revise: Draft/revise 2d interim fee application.	0.50 Hrs
07/28/06	SAH	B100.B110 - 101 Plan and prepare for - Prepare Second Interim Fee Application.	3.80 Hrs
07/31/06	SAH	B100.B110 - 111 Other - Finalize, file and serve Second Interim	4.00 Hrs

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

Fee Application.

\$ 5,968.00

LONIE A. HASSEL - Principal
SARAH A. HUCK - Associate

0.50 Hrs

565/hr

\$ 282.50

13.70 Hrs

415/hr

\$ 5,685.50

14.20 Hrs

\$ 5,968.00

Re: QUALIFIED PLANS

File Number 013580-02000

Through July 31, 2006

\$ 650.00

TOTAL FEES
FEES DISCOUNTED UNDER BILLING ARRANGEMENT
TOTAL DISBURSEMENTS
TOTAL DUE THIS STATEMENT

\$ 53,021.00

\$ - 5,302.10

\$ 1,340.59

\$ 49,059.49

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	2,680.16
10028076	12/09/05	5,248.53
10028570	1/11/06	1,433.48
10029062	2/13/06	3,387.87
10029490	3/13/06	5,657.58
10029913	04/25/06	7,347.47
10030673	05/24/06	4,410.41
10031122	06/16/06	6,712.36
10031614	07/21/06	31,542.17

TOTAL A/R \$ 68,420.03

TOTAL DUE

\$ 117,479.52

GROOM
LAW GROUP

Travel Expense Statement

TRAVELER:
Lonie A. Hassel

DATE(S) OF TRAVEL:
July 31, 2006

TRAVEL TO:
Detroit, MI

TRAVEL FROM:
Reagan National

CLIENT/MATTER NO.:
13580-4

REASON FOR TRAVEL:
Attend Delphi 1113/1114 meeting

BUSINESS TEAM:
Litigation

EXPENSES INCURRED DIRECTLY BY TRAVELER

Attach receipt if \$25.00 or more.

Date	Description of Expense	Transportation	Lodging	Client Meals and Entertainment*	Personal Meals	Misc.
7/31/06	Airfare	248.60	0.00	0.00	0.00	0.00
7/31/06	Rental car	121.12	0.00	0.00	0.00	0.00
7/31/06	Parking at DCA	0.00	0.00	0.00	0.00	15.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
EXPENSE TOTALS		\$ 369.72	\$ 0.00	\$ 0.00	\$ 0.00	\$ 15.00

* Meals and Entertainment Expense Statements required for client meals and entertainment expenses.

\$ 384.72

FOR NON-CLIENT CHARGEABLE EXPENSES

Guidelines for Principals

- \$201 to \$2000: Approval by Practice Group Leader Coordinator ("PGLC")
- Over \$2000: EC Majority Concurrence
PGLC _____
EC Concurrence _____

Guidelines for Non-Principals

- Up to \$200: Approval by a Principal
- \$201 to \$2000: Approval by a Principal and PGLC
- Over \$2000: EC Majority Concurrence
Principal Approval _____
PGLC _____
EC Concurrence _____

I hereby certify that the foregoing expenses were incurred by me.

SIGNATURE: _____

DATE: _____

8/1/06

Hassel, Lonie

From: Northwest Airlines [webuser@lists.nwa.com]
Sent: Thursday, July 27, 2006 3:36 PM
To: Hassel, Lonie
Subject: Northwest Airlines Trip Summary and Receipt 31JUL #L44MCE



Trip Summary and Receipt



Thank you for choosing Northwest Airlines! Below are the flight and E-Ticket details for your confirmed reservation.

within 24 hours of your flight.

Sign up for [My NWA Info](#) to receive check-in and flight status alerts.
Use [View / Change Reservations](#) on nwa.com before or during your trip to:

- Request or change seats for each flight on your trip.
- Update frequent flyer information in your reservation.
- View special reservation requests for this itinerary.
- Make changes to any flight in this itinerary.

NWA Confirmation Number:	L44MCE	
Passenger Name	E-Ticket Number	Frequent Flyer Number
HASSEL/LONIE.A	0122136122354	NW220042034

The following flights are confirmed:

Date: July 31	Flight: NW 257
Departs: Washington-Reagan National, DC (DCA) at 7:40AM	
Arrives: Detroit-Wayne County Int'l, MI (DTW) at 9:13AM	
Class of Service: Economy Class (T)	Seat: 06-D
Flight Duration: 1 hour 33 minutes	Miles: 391
Meal Service: None	Aircraft: 32R

Date: July 31	Flight: NW 226
Departs: Detroit-Wayne County Int'l, MI (DTW) at 7:15PM	
Arrives: Washington-Reagan National, DC (DCA) at 8:40PM	
Class of Service: Economy Class (T)	Seat: 06-D
Flight Duration: 1 hour 25 minutes	Miles: 391
Meal Service: None	Aircraft: 32R

The following E-Tickets have been issued:

Passenger Name: HASSEL/LONIE.A

Receipt Information for your E-Ticket Number(s): 0122136122354

E-Ticket Issue Date: July 27, 2006

Flight	Origin-Destination	Date	Fare Basis Code	Status
NW 0257	DCA-DTW	31Jul2006	TR3QKN	Available
NW 0226	DTW-DCA	31Jul2006	TR3QKN	Available

Base Fare: USD212.09

Tax: 14.00

Tax: 15.91

Tax: 6.60

E-Ticket Total: USD248.60

Method of Payment: American Express*****1008

Fare Calculation: 7 WAS NW DTT106.05NW WAS106.04 USD212.09END NW ZPDCADTW XT
5.00AY9.00XF DCA4.5DTW4.5

Other Restrictions: NON-REFUNDABLE PENALTY FOR CHANGES

7/27/2006

Hertz

#01RN RR 582011360

CC

LOMIE HASSEL

VEHICLE 01598/8826919

CLS YD NVL Y 07SNSX LIC: MI ACD5555

CDP: 00099

RES D3570397305/WEBD /D

PREPARED BY: 3076/MIDAP13

COMPLETED BY: 3090/MIDAP13

RENTED: 07/31/06 09:29 @ DETROIT METROPOLITAN A/P

RETURN: 07/31/06 17:50 @ DETROIT METROPOLITAN A/P

PLAN IN: WEBD RATE CLASS: D

PLAN OUT: WEBD

MILEAGE IN 3263 TR-X MILES

MILEAGE OUT 3187 MILES ALLOWED

MILES DRIVEN 76 MILES CHARGED

DAYS 1 @ \$ 64.99 / DAY \$ 64.99

VEHICLE UPGRADE \$ 11/ DY 5.50/ HR \$ 11.00

SUBTOTAL T\$ 75.99

CONCESSION FEE RECOVERY 11.10% T\$ 11.13

LDW DECLINED

LIS DECLINED

PAI, PEC DECLINED

FUEL & SERVICE \$.320 PER MILE \$ 6.39 PER GAL T\$ 24.32

VLV RECOVERY T\$.70

TAX 8.000 % ON TAXABLE TTL OF \$ 112.14 \$ 8.98

CHARGED ON AMX XXXXXXXXXXXXX1008 \$ 121.12

RENT FP AMX XXXXXXXXXXXXX1008

REARER NATIONAL

AIRPORT

For Questions or Comments: (703) 417-4300

Entrance: 06:29 07/31/06 Lane # 12

Exit : 20:51 07/31/06 Lane # 40

License plate: 15 722321

Cashier: 826 Sen: # 7414

Length of stay: 8:000 14h. 22m.

Amount paid: \$ 15.00 Cash

**** Thank You for Flying ****

**** Reagan National Airport ****

STATEMENT OF CHARGES - NOT VALID FOR RENTAL

7/31/06 Delphi 1113/1114 meeting

13580/4

plane: 248.60

rental car: 121.12

parking at DCA: 15.00

Pg 62 of 86
GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

September 28, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

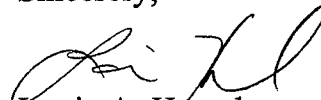
Re: Statement for Professional Services Rendered During
the Period Ending August 31, 2006

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from August 1, 2006 through August 31, 2006. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$20,400.84) and 100% of the expenses (\$1,255.53) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.
Bonnie Steingart, Esq.
John Sheehan, Esq.
Valeria Venable

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
-----	x	

**SUMMARY OF PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED,
SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, FOR THE
PERIOD FROM AUGUST 1, 2006 THROUGH AUGUST 31, 2006**

By Order dated November 4, 2005, the Bankruptcy Court authorized the employment and retention of Groom Law Group, Chartered ("Groom") as special employee benefits counsel to Debtors in the above-captioned action. Pursuant to that Order and in accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members in the above-captioned action, Groom hereby provides certain summary information regarding the professional services provided to Debtors by Groom for the period August 1, 2006 through and including August 31, 2006 (the "Compensation Period"). Additional detailed information regarding the professional services rendered and disbursements incurred is contained in the attached fee statements for the Compensation Period.

BRIEF DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

The following is a summary of the professional services rendered by Groom during the Compensation Period. This summary is organized in accordance with Groom's internal system of project or work codes.

- **0004 – Debtor Representation:** During the Compensation Period, Groom provided Debtors with analysis and advice regarding plan contribution and funding, plan reporting and disclosure, the 1113/1114 motion, and negotiations concerning benefits, among other issues.
- **0005 – Bankruptcy Administration:** During the Compensation Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedures, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors.

**SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED
COMMENCING AUGUST 1, 2006 THROUGH AUGUST 31, 2006**

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Louis T. Mazawey	1975	\$665	.20	133.00
Lonie A. Hassel	1980	\$565	35.20	19,888.00
John F. McGuiness	1993	\$520	1.30	676.00
Christine L. Keller	1996	\$495	2.00	990.00
TOTAL PARTNERS			38.70	\$21,687.00
<u>COUNSEL</u>				
Kendall W. Daines	1987	\$485	1.50	727.50
TOTAL COUNSEL			1.50	\$727.50
<u>ASSOCIATES</u>				
Shannon N. Salinas	2002	\$355	3.30	1,171.50
Sarah A. Huck	2000	\$415	4.40	1,826.00
Heather E. Meade	2005	\$285	7.30	2,080.50
Christina M. Crockett	2004	\$285	2.70	769.50
TOTAL ASSOCIATES			17.70	\$5,847.50
<u>PARAPROFESSIONALS</u>				
A. Miller Cochran	N/A	\$145	.50	72.50
TOTAL PARA- PROFESSIONALS			.50	\$72.50
TOTAL			58.40	\$28,334.50
TOTAL FEES AFTER 10% DISCOUNT				\$25,501.05
80% OF FEES AFTER DISCOUNT				\$20,400.84

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY
GROOM LAW GROUP, CHARTERED
COMMENCING AUGUST 1, 2006 THROUGH AUGUST 31, 2006

Disbursements	Amount
OUTSIDE OFFICE TELEPHONE	59.07
SHIPPING	378.51
RESEARCH SERVICES	167.95
QUALIFIED PLANS	650.00
TOTAL	\$1,255.53

SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING
AUGUST 1, 2006 THROUGH AUGUST 31, 2006

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	53.50	26,226.00	23,603.40
00005	Bankruptcy Administration	4.90	2,108.50	1,897.65
TOTAL		58.40	\$28,334.50	\$25,501.05

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006-5811
FEI #52-1219029

September 25, 2006

Bill Number 10032617
File Number 013580

DELPHI CORPORATION
David Sherbin
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, MI 48098

Professional services rendered for the period ending August 31, 2006.

DEBTOR REPRESENTATION	\$ 26,226.00	
Less 10 Percent	\$ -2,622.60	
BANKRUPTCY ADMINISTRATION	\$ 2,108.50	
Less 10 Percent	\$ -210.85	
Total Fees		\$ 25,501.05
DEBTOR REPRESENTATION	\$ 294.25	
BANKRUPTCY ADMINISTRATION	\$ 311.28	
QUALIFIED PLANS	\$ 650.00	
Total Disbursements		<u>\$ 1,255.53</u>
Total		<u>\$ 26,756.58</u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

CROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

September 25, 2006

Bill Number 10032617

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through August 31, 2006

08/01/06	LAH	B200.B220 - 104 Review/analyze: Review outline GM benefit guarantee issues for conference call.	1.20 Hrs
08/01/06	LAH	B200.B220 - 109 Appear for/attend: Appear for/attend conference call with A. Pasricha et al. regarding GM guarantee issues.	1.70 Hrs
08/01/06	CMC	B400.B410 - 102 Research section 4062 issue re: pension plan.	2.70 Hrs
08/02/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze issues regarding excise tax for conference call with client, advisors.	0.50 Hrs
08/02/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with K. Cobb, J. Whitson et al. regarding excise tax issue.	0.30 Hrs
08/04/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Join "meet and confer" telephone call regarding 1113/1114 issues.	1.30 Hrs
08/06/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze Supplemental Millstein declaration for 1113/1114 hearing.	0.30 Hrs
08/07/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze revised 1113/1114 exhibits regarding attrition program.	0.50 Hrs
08/07/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze memorandum regarding legislation effect on HRP, SRP funding.	0.50 Hrs
08/07/06	LAH	B200.B220 - 102 Research: Research regarding 204(h) notice for proposed plan freeze.	0.50 Hrs
08/08/06	LAH	B200.B220 - 106 Communicate (with client): Conference call with F. Kuplicki, S. Dameron-Clark, T. Jerman regarding OPEB and pension funding issues for 1113/1114 hearing.	1.00 Hrs
08/08/06	KWD	B100.B110 - 104 Review/analyze - review 204(h) notice for compliance with legal requirements.	1.50 Hrs
08/09/06	LAH	B200.B220 - 106 Communicate (with client): E-mail to F. Kuplicki regarding section 204(h) analysis.	0.50 Hrs
08/09/06	LAH	B200.B220 - 102 Research: Research regarding reportable event issues.	0.50 Hrs
08/09/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise reportable event documents.	0.50 Hrs
08/09/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki et al. regarding OPEB arguments for 1113/1114 hearing.	1.20 Hrs

(JOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

08/09/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding pension plan issues.	0.80 Hrs
08/09/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding benefit payment issues, 1113/1114 exhibits.	0.50 Hrs
08/09/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze funding waiver issues.	0.50 Hrs
08/09/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise e-mail note to T. Jerman regarding funding waiver issues.	0.50 Hrs
08/10/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise supplemental declaration of K. Williams for 1113/1114 hearing.	2.00 Hrs
08/10/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding pension plan for 1113/1114 hearing.	0.70 Hrs
08/10/06	LAH	B200.B220 - 107 Communicate (other outside counsel): E-mails from and to L. Wilson regarding 1113/1114 documents.	0.30 Hrs
08/10/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze documents in preparation for 1113/1114 hearing.	0.30 Hrs
08/14/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise Form 10 filing for PHI Bargaining Plan.	0.50 Hrs
08/14/06	LAH	B200.B220 - 108 Communicate (other external): Telephone call and e-mails with PHI plan actuary regarding contribution information.	0.30 Hrs
08/14/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Prepare for telephone call regarding 1113/1114 hearing.	1.30 Hrs
08/14/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding plan termination for 1113/1114 hearing.	0.50 Hrs
08/14/06	AMC	B200.B220 - 104 Cite check bench memorandum.	0.50 Hrs
08/16/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise bench memorandum regarding plan termination.	1.00 Hrs
08/16/06	LAH	B200.B220 - 108 Communicate (other external): Telephone call to C. Thrower regarding actuarial issues regarding pension, OPEB.	0.30 Hrs
08/16/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze pension and OPEB issues for 1113/1114 hearing.	2.00 Hrs
08/17/06	LAH	B200.B220 - 107 Communicate (other outside counsel): E-mails from Skadden et al. regarding 1113/1114 hearing.	0.30 Hrs
08/18/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze e-mail from C. Thrower regarding OPEB, pension costs.	0.30 Hrs
08/21/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze letters to retirees regarding COBRA coverage.	0.30 Hrs
08/21/06	HEM	B100.B110 - 104 Review/analyze notices for retiree plan.	2.00 Hrs
08/22/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise COBRA notice and correspondence.	2.50 Hrs
08/22/06	LAH	B200.B220 - 106 Communicate (with client): E-mails from and to F. Kuplicki regarding COBRA correspondence.	0.50 Hrs
08/22/06	CLK	B300.B320 - 105 Communicate (in firm) w/ LAH and HEM re: Delphi COBRA coverage notices.	2.00 Hrs
08/22/06	HEM	B100.B110 - 102 Research COBRA rights for retirees.	3.00 Hrs
08/22/06	HEM	B100.B110 - 104 Review COBRA notices.	0.30 Hrs
08/22/06	HEM	B100.B110 - 103 Draft changes to COBRA materials.	2.00 Hrs
08/23/06	LTM	B100.B110 - 105 Communicate (in firm) - conversation with LAH re: plan spinoff and timing issues.	0.20 Hrs

Pg 69 of 86
G JOM LAW GROUP, CHARTERED
 1701 Pennsylvania Avenue, N.W.
 Suite 1200
 Washington, D.C. 20006
 FEI #52-1219029

DELPHI CORPORATION

08/23/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze issues regarding liability transfer.	2.00 Hrs
08/24/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze cases regarding date of transfer for conference call.	0.30 Hrs
08/24/06	LAH	B200.B220 - 106 Communicate (with client): Conference call with A. Pasricha et al. regarding liability transfer issues.	1.00 Hrs
08/24/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding liability transfer issue, COBRA issue.	0.30 Hrs
08/24/06	SNS	B200.B220 - 102 Research caselaw and IRS guidance re: the effective date of transfer of liabilities.	3.30 Hrs
08/25/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki, K. Cobb, S. Gebbia, J. DeMarco, JFM regarding plan design issues and options.	0.70 Hrs
08/25/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise chart regarding plan freeze.	1.00 Hrs
08/25/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze memorandum regarding spin-off issues.	0.30 Hrs
08/25/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze J. Drain decision regarding plan contributions.	0.50 Hrs
08/25/06	JFM	B200.B220 - 106 Communicate (with client) - calls with LAH, F. Kuplicki and client personnel on SERP and DC issues.	0.80 Hrs
08/25/06	JFM	B200.B220 - 104 Review/analyze materials on SERPs and freezes.	0.50 Hrs
08/30/06	LAH	B200.B220 - 106 Communicate (with client) Telephone call with A. Pasricha, et al. regarding plan contribution issues.	1.00 Hrs
08/30/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding plan contribution issues, 1113/1114 negotiations.	0.30 Hrs
08/30/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze materials regarding UAW settlement of 1113/1114 in auto parts bankruptcy case.	0.30 Hrs
08/30/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze memorandum and spreadsheet for telephone call with client regarding plan contribution issues.	0.30 Hrs
08/31/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze plan transfer regarding prohibited transaction issues.	0.50 Hrs
08/31/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze bullet points for discuss with J. Sheehan.	0.30 Hrs

\$ 26,226.00

LOUIS T. MAZAWAY - Principal	0.20 Hrs	665/hr	\$ 133.00
LONIE A. HASSEL - Principal	34.70 Hrs	565/hr	\$ 19,605.50
JOHN F. McGUINNESS - Principal	1.30 Hrs	520/hr	\$ 676.00
CHRISTINE L. KELLER - Principal	2.00 Hrs	495/hr	\$ 990.00
KENDALL W. DAINES - Of Counsel	1.50 Hrs	485/hr	\$ 727.50
SHANNON N. SALINAS - Associate	3.30 Hrs	355/hr	\$ 1,171.50
CHRISTINA M. CROCKETT - Associate	2.70 Hrs	285/hr	\$ 769.50
HEATHER E. MEADE - Associate	7.30 Hrs	285/hr	\$ 2,080.50
A. MILLER . COCHRAN - Paralegal	0.50 Hrs	145/hr	\$ 72.50

C JOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

53.50 Hrs

\$ 26,226.00

DISBURSEMENTS

Through August 31, 2006

Outside-Office Telephone

\$ 59.07

Research Services

\$ 86.47

Shipping

\$ 148.71

TOTAL DISBURSEMENTS THIS MATTER

\$ 294.25

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through August 31, 2006

08/01/06	SAH	B100.B110 - 104 Review/analyze - Follow-up regarding service of Second Interim Fee Application.	0.80 Hrs
08/14/06	SAH	B100.B110 - 104 Review/analyze - Review submission to LCC to comply with provisions of Fee Committee Fee Protocol.	0.50 Hrs
08/16/06	SAH	B100.B110 - 104 Review/analyze - Review LCC communications and billing codes.	0.30 Hrs
08/21/06	SAH	B100.B110 - 104 Review/analyze - Revise July bill.	0.50 Hrs
08/21/06	SAH	B100.B110 - 106 Communicate (with client) - Correspond with J. Sykes re: fee protocol requirements.	0.50 Hrs
08/29/06	SAH	B100.B110 - 103 Draft/revise - Revise monthly bill.	0.80 Hrs
08/30/06	LAH	B100.B160 - 103 Draft/revise: Draft/revise bill and related filing for July.	0.50 Hrs
08/30/06	SAH	B100.B110 - 103 Draft/revise - Finalize monthly billing.	1.00 Hrs

\$ 2,108.50

LONIE A. HASSEL - Principal

0.50 Hrs

565/hr

\$ 282.50

SARAH A. HUCK - Associate

4.40 Hrs

415/hr

\$ 1,826.00

4.90 Hrs

\$ 2,108.50

DISBURSEMENTS

Through August 31, 2006

Research Services

\$ 81.48

Shipping

\$ 229.80

TOTAL DISBURSEMENTS THIS MATTER

\$ 311.28

Pg 71 of 86
C JOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

DELPHI CORPORATION

Re: QUALIFIED PLANS

File Number 013580-02000

Through August 31, 2006

\$ 650.00

	TOTAL FEES	\$ 28,334.50
FEES DISCOUNTED UNDER BILLING ARRANGEMENT		\$ - 2,833.45
TOTAL DISBURSEMENTS		\$ 1,255.53
TOTAL DUE THIS STATEMENT		\$ 26,756.58

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	2,680.16
10028076	12/9/05	5,248.53
10028570	1/11/06	1,433.48
10029062	2/13/06	3,387.87
10029490	3/13/06	5,657.58
10029913	04/25/06	7,347.47
10030673	05/24/06	4,410.41
10031122	06/16/06	6,712.36
10031614	07/21/06	5,672.16
10032122	08/25/06	49,059.49

TOTAL A/R	\$ 91,609.51
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TOTAL DUE	\$118,366.09
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GROOM
LAW GROUP

Travel Expense Statement

✓
#10

TRAVELER:
LAH

DATE(S) OF TRAVEL:
8/14/06

TRAVEL TO:
New York City, NY

TRAVEL FROM:
Washington, DC

CLIENT/MATTER NO.:
13580-4

REASON FOR TRAVEL:
Hearing in Bankruptcy Court

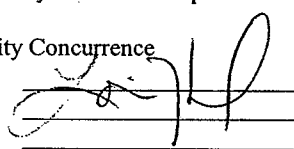
BUSINESS TEAM:

EXPENSES INCURRED DIRECTLY BY TRAVELER				Attach receipt if \$25.00 or more.		
Date	Description of Expense	Transportation	Lodging	Client Meals and Entertainment*	Personal Meals	Misc.
8/14/06	Reimbursement for expenses charged to credit card relating to travel (see attached) - change fee for US Airways - (trip cancelled)	100.00	0.00	0.00	0.00	0.00
8/14-15/06	Hotel - nonrefundable charge; hearing cancelled	0.00	371.97	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
		0.00	0.00	0.00	0.00	0.00
EXPENSE TOTALS		\$ 100.00	\$ 371.97	\$ 0.00	\$ 0.00	\$ 0.00
* Meals and Entertainment Expense Statements required for client meals and entertainment expenses.						\$ 471.97

FOR NON-CLIENT CHARGEABLE EXPENSES

Guidelines for Principals

- \$201 to \$2000: Approval by Practice Group Leader Coordinator ("PGLC")
- Over \$2000: EC Majority Concurrence
PGLC
EC Concurrence



Guidelines for Non-Principals

- Up to \$200: Approval by a Principal
- \$201 to \$2000: Approval by a Principal and PGLC
- Over \$2000: EC Majority Concurrence
Principal Approval _____
PGLC _____
EC Concurrence _____

I hereby certify that the foregoing expenses were incurred by me.

SIGNATURE: _____

DATE: 10/12/06



Prepared For
LONIE A HASSEL

Account Number
XXXX-XXXXX5-01008

Closing Date
09/18/06

Page 3 of 10

Flexible Payment Summary

Previous Balance	0.00
Payment Activity	0.00
FINANCE CHARGE	0.00
New Charges/Adjustments	0.00
New Balance	0.00

Sign & Travel® / Extended Payment Option

New Activity for LONIE A HASSEL

Card XXXX-XXXXX5-01008

08/19/06	AMERICAN EAGLE 000209 ARLINGTON VA	-59.00
	MEN'S/WOMEN'S CLOTHING	Credit
08/24/06	CALYX & COROLLA 800-877-0998 VT	-15.95
	FLOWERS	Credit
	ROC No. 0065318050	
09/06/06*	Payment Received - Thank You	-4,120.38
		Credit
08/17/06	US AIRWAYS PHONE SALE NC	163.00
	US AIRWAYS	
	From: To: Carrier: Class:	
	WASHINGTON NAT'L D LAGUARDIA INTL A/P US U	
	WASHINGTON NAT'L D US LQ	
	Ticket Number: 03721638329662	
	Passenger Name: HASSEL/LONIE	
	Document Type: PASSENGER TICKET	
08/18/06	TAVERNA CRETECOU ALEXANDRIA VA	208.88
	EATING PLACE RESTAURANT	
	FOOD-BEV 208.88	
	TIP	
08/18/06	TARGET STORES ALEXANDRIA VA	62.97
	GENERAL MERCHANDISE	
	ROC No. 0997	
08/19/06	MICHAELANGELO HOTEL NEW YORK NY	371.97
	Arrival Date Departure Date No of Nights	
	08/17/06 08/18/06 1	
	00000000	
08/19/06	J.CREW - PENTAGON CI ARLINGTON VA	496.65
	NON APPAREL ACCESSORIES	
	ROC No. 001024934	
08/20/06	DIGITAL BASEMENT LLC MARIETTA GA	22.15
	MEN'S/BOYS' CLOTHING	
	ROC No. 1174825655	
08/20/06	BALDUCCI'S 103 BALDUUS VA	83.68
	2404032440	
	Description Price	
	GENERAL MERCHANDISE 83.68	
08/22/06	CALYX & COROLLA 800-877-0998 VT	114.95
	FLOWERS	
	ROC No. 0064407748	
08/22/06	STAPLES POTOMAC YARD: ALE VA	175.80
	OFFICE SUPPLIES	
08/23/06	KINKEAD'S WASHINGTON DC	126.60
	FOOD-BEV	
	FOOD-BEV 105.60	
	TIP 21.00	
08/25/06	EXXONMOBIL 8304755658 CHESTER MD	45.01
	PAY AT PUMP 8304755658	

\$100.

11430 R01NR11A 02215

Continued on reverse



► MY RESERVATIONS



Step Step Step Step
1 2 3 4

► Languages    

Your reservation has been cancelled

Confirmation

Confirmation Number: 1085584725
Cancellation Number: 2040386794

Guest Information

Guest: LONIE HASSEL
1701 Pennsylvania Ave., N.W.
Suite 1200
Washington
District of Columbia - 20006
United States
202 861-6634
lah@groom.com

[Click here to return to My Reservations](#)



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*Shera - I was billed
for this (see attached
Amex bill) as well as
a \$100 change fee for US Airway
(also an Amex bill). These
charges should be billed to
Delphi Tech.
Joni*

Hassel, Lonie

From: Preferred Hotel Group Reservations [info@preferredhotelgroup.com]
Sent: Wednesday, August 09, 2006 2:39 PM
To: Hassel, Lonie
Subject: Summit Hotels Reservation Confirmation



Thank-you for choosing a member of Summit Hotels & Resorts. Please note we do not send postal confirmations for you, please save a copy of this confirmation as proof of your reservation. To view, change, or cancel your reservation at any time,

NEW RESERVATION CONFIRMATION

Thank you for booking with MICHELANGELO HOTEL.

Booking Summary

Confirmation Number : 1085584725
Arrive : Monday August 14th, 2006
Depart : Tuesday August 15th, 2006

Length-of-Stay : 1 Night(s)
Adults : 1 (per room)
Children : 0 (per room)
Rooms : 1

Guest Information

Lonie Hassel
Groom Law Group Chtd
1701 Pennsylvania Ave., N.W.
Suite 1200
Washington District of Columbia 20006
United States

Property Information

MICHELANGELO HOTEL
152 WEST 51ST STREET
NEW YORK New York 10019
United States

Travel Agent ID:

Corporate ID:

Telephone : 202 861-6634
Email : lah@groom.com

Telephone : 1 212 76
Facsimile : 1 212 58

Product Description

Rate Plan : Corporate Rate
Designed for the Business Traveler

Room Type : Executive King/425 sq ft/Neoclassic decor/
Empire cherry furniture/Boudoir chairs/Marble bath w/color TV and
55 gallon tub

Cost Information (Actual tax rates may vary)
Rates Exclude Tax and Service
First Night Rate:
Avg. Nightly Rate
Approximate total for stay (per room)

Guest Preferences

Preferences : No Bedding Type Preference, Non Smoking. Your preferences were forwarded to the property with you. Please note your preferences cannot be guaranteed and are only on a request basis.

Guarantee Policy

Policy : Credit card is required for guarantee
Credit Card Type : American Express
Card Number : *****1008
Expires : September 2006

Cancellation Policy

Cancellations must be received 24 hours prior to local hotel time to avoid penalty charges to your deposit. Additional fees may apply, please see policy text for details.

GROOM LAW GROUP

Lonie A. Hassel
(202) 861-6634
lah@groom.com

October 30, 2006

VIA FEDERAL EXPRESS

David Sherbin, General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098

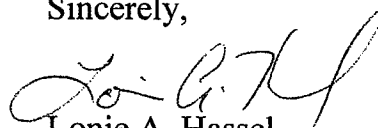
Re: Statement for Professional Services Rendered During
the Period Ending September 30, 2006

Dear Mr. Sherbin:

Enclosed is our statement for professional services rendered to Delphi Corporation ("Delphi") from September 1, 2006 through September 30, 2006. Pursuant to the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals ("Order"), Delphi may pay 80% of the fees (\$14,765.40) and 100% of the expenses (\$1,408.89) in this monthly statement to which no objection has been served in accordance with paragraph 2(d) of the Order.

I would be happy to discuss any questions you may have about the bill.

Sincerely,



Lonie A. Hassel

Enclosures

cc: John Wm. Butler, Jr., Esq.
Alicia M. Leonhard, Esq.
Robert J. Rosenberg, Esq.
Marissa Wesley, Esq.
Marlane Melican, Esq.
Bonnie Steingart, Esq.
John Sheehan, Esq.
Valeria Venable

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue N.W.
Washington, DC 20006
Telephone: (202) 857-0620
Facsimile: (202) 659-4503
Special Employee Benefits Counsel for Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	Jointly Administered
	:	
----- X		

**SUMMARY OF PROFESSIONAL SERVICES RENDERED AND
DISBURSEMENTS INCURRED BY GROOM LAW GROUP, CHARTERED,
SPECIAL EMPLOYEE BENEFITS COUNSEL FOR THE DEBTORS, FOR THE
PERIOD FROM SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006**

By Order dated November 4, 2005, the Bankruptcy Court authorized the employment and retention of Groom Law Group, Chartered ("Groom") as special employee benefits counsel to Debtors in the above-captioned action. Pursuant to that Order and in accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members in the above-captioned action, Groom hereby provides certain summary information regarding the professional services provided to Debtors by Groom for the period September 1, 2006 through and including September 30, 2006 (the "Compensation Period"). Additional detailed information regarding the professional services rendered and disbursements incurred is contained in the attached fee statements for the Compensation Period.

BRIEF DESCRIPTION OF PROFESSIONAL SERVICES RENDERED

The following is a summary of the professional services rendered by Groom during the Compensation Period. This summary is organized in accordance with Groom's internal system of project or work codes.

- **0004 – Debtor Representation:** During the Compensation Period, Groom provided Debtors with analysis and advice regarding plan contribution and funding, including negotiations with federal agencies, plan reporting and disclosure, the 1113/1114 motion, and negotiations concerning benefits, among other issues.
- **0005 – Bankruptcy Administration:** During the Compensation Period, Groom professionals ensured compliance with the Bankruptcy Court's rules, orders and procedures, as well as applicable sections of the Bankruptcy Code and applicable Bankruptcy Rules, in conjunction with its retention as special employee benefits counsel to Debtors.

**SERVICES RENDERED BY GROOM LAW GROUP, CHARTERED
COMMENCING SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006**

<u>NAME</u>	<u>YEAR OF ADMISSION</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>PARTNERS</u>				
Lonie A. Hassel	1980	\$565	23.50	13,277.50
Roberta J. Ufford	1994	\$550	.30	165.00
	TOTAL PARTNERS		23.80	\$13,442.50
<u>ASSOCIATES</u>				
Ellen M. Goodwin	1999	\$460	5.70	2,622.00
Eric M. Cotts	1994	\$415	2.70	1,120.50
Anna A. Driggs	2000	\$425	.50	212.50
Jason H. Lee	2004	\$285	10.20	2,907.00
	TOTAL ASSOCIATES		19.10	\$6,862.00
<u>PARAPROFESSIONALS</u>				
Danielle E. Collins	N/A	\$145	1.40	203.00
TOTAL PARA- PROFESSIONALS			1.40	\$203.00
	TOTAL		44.30	\$20,507.50
TOTAL FEES AFTER 10% DISCOUNT				\$18,456.75
80% OF FEES AFTER DISCOUNT				\$14,765.40

ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY
GROOM LAW GROUP, CHARTERED
COMMENCING SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006

Disbursements	Amount
OUTSIDE OFFICE TELEPHONE	124.03
SHIPPING	131.40
TRAVEL	471.97
FILING FEES	31.49
QUALIFIED PLANS	650.00
TOTAL	\$1,408.89

SUMMARY OF SERVICES BY MATTER CODE
FOR SERVICES RENDERED COMMENCING
SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006

MATTER CODE	DESCRIPTION	HOURS	AMOUNT	AMOUNT LESS 10% DISCOUNT
00004	Debtor Representation	32.10	16,470.50	14,823.45
00005	Bankruptcy Administration	12.20	4,037.00	3,633.30
TOTAL		44.30	\$20,507.50	\$18,456.75

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006-5811

FEI #52-1219029

October 25, 2006

Bill Number 10033072

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

Professional services rendered for the period ending September 30, 2006.

DEBTOR REPRESENTATION	\$ 16,470.50	
Less 10 Percent	\$ -1,647.05	
BANKRUPTCY ADMINISTRATION	\$ 4,037.00	
Less 10 Percent	\$ -403.70	
Total Fees		\$ 18,456.75
DEBTOR REPRESENTATION	\$ 758.89	
QUALIFIED PLANS	\$ 650.00	
Total Disbursements		<u>\$1,408.89</u>
Total		<u><u>\$ 19,865.64</u></u>

Payment may be made by wire transfer or ACH to:

Groom Law Group, Chartered
PNC Financial Services Group, Inc.
Washington, D.C. 20006
ABA Transit Number 054000030 (ACH)
ABA Transit Number 031000053 (WIRE)
Account Number 5300759951

Remittance address:

Groom Law Group, Chartered
Department # 0589
Washington, DC 20073-0589

GROOM LAW GROUP, CHARTERED

1701 Pennsylvania Avenue, N.W.

Suite 1200

Washington, D.C. 20006

FEI #52-1219029

October 25, 2006

Bill Number 10033072

File Number 013580

DELPHI CORPORATION

David Sherbin

General Counsel

Delphi Corporation

5725 Delphi Drive

Troy, MI 48098

FOR PROFESSIONAL SERVICES

Re: DEBTOR REPRESENTATION

File Number 013580-00004

Through September 30, 2006

09/01/06	LAH	B200.B220 - 106 Communicate (with client): E-mail to S. Dameron-Clark et al. regarding PBGC talking points.	0.30 Hrs
09/01/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze PBGC talking points and calculations regarding same.	0.20 Hrs
09/05/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze Tower settlement, VEBA provisions regarding 1113/1114 negotiations.	1.20 Hrs
09/05/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze revised talking points for PBGC meeting.	0.20 Hrs
09/05/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Telephone call regarding 1113/1114 planning for trial resumption.	1.00 Hrs
09/05/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Follow up e-mail to J. Furfaro regarding 1113/1114 issues.	0.20 Hrs
09/06/06	LAH	B200.B220 - 106 Communicate (with client): Conference call with J. Sheehan, A. Pasricha et al. regarding meeting with PBGC.	0.50 Hrs
09/06/06	LAH	B200.B220 - 106 Communicate (with client): Draft note to F. Kuplicki regarding revised 1113/1114 bench memorandum.	0.10 Hrs
09/06/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze 1113/1114 bench memorandum regarding additional changes.	0.20 Hrs
09/06/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise supplemental declaration of K. Williams for 1113/1114 hearing.	1.00 Hrs
09/06/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze e-mail from J. Sheehan, proposed talking points and chart for telephone call with client regarding PBGC meeting.	0.30 Hrs
09/06/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze Tower settlement with UAW, USW regarding pension and OPEB obligations.	0.70 Hrs
09/06/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze equity committee motion regarding GM plan spin-off, OPEB transfer.	0.30 Hrs
09/07/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding 1113/1114 bench memorandum, equity committee motion, pension plan coverage.	0.50 Hrs
09/07/06	LAH	B200.B220 - 107 Communicate (other outside counsel): E-mail	0.10 Hrs

GROOM LAW GROUP, CHARTERED
1701 Pennsylvania Avenue, N.W.
Suite 1200
Washington, D.C. 20006
FEI #52-1219029

DELPHI CORPORATION

		to labor group regarding 1113/1114 bench memorandum regarding pension plan.	
09/11/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze memorandum regarding contribution scenarios.	0.20 Hrs
09/11/06	LAH	B200.B220 - 108 Communicate (other external): E-mail to K. Williams regarding contribution scenario memorandum.	0.10 Hrs
09/12/06	LAH	B200.B220 - 109 Appear for/attend: Meet and confer for 1113/1114 motion.	1.30 Hrs
09/12/06	LAH	B200.B220 - 106 Communicate (with client): E-mails from and to K. Cobb, J. Sheehan regarding pension contributions.	0.20 Hrs
09/12/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding potential claims for liquidation analysis.	0.30 Hrs
09/12/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze benefit claims for liquidation analysis.	0.50 Hrs
09/13/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise analysis regarding pension and OPEB claims for liquidation analysis.	3.70 Hrs
09/13/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding liquidation analysis.	0.10 Hrs
09/14/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding union pension proposal.	0.30 Hrs
09/14/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze memorandum and charts from K. Williams regarding plan contributions.	0.50 Hrs
09/19/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze letter from IRS regarding excise tax and case law regarding same.	0.50 Hrs
09/19/06	LAH	B200.B220 - 106 Communicate (with client): Conference call with K. Cobb, F. Kuplicki, W. Sollee regarding excise tax.	0.50 Hrs
09/20/06	LAH	B200.B220 - 106 Communicate (with client): E-mail to F. Kuplicki regarding reportable event issue.	0.10 Hrs
09/20/06	LAH	B200.B220 - 102 Research: Research regarding waiver requirements for reportable event.	0.20 Hrs
09/20/06	LAH	B200.B220 - 102 Research: Research regarding excise tax issue.	0.30 Hrs
09/21/06	LAH	B300.B220 - 104 Review/analyze: Review/analyze treatment of section 4971 assessment in bankruptcy.	0.50 Hrs
09/21/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Telephone call with K. Marafioti regarding pension plan contribution issues.	0.20 Hrs
09/22/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze issues regarding plan audit and Form 5500.	0.80 Hrs
09/22/06	LAH	B200.B220 - 107 Communicate (other outside counsel): Telephone call with L. Wilson, T. Matz regarding OPEB and pension update.	0.20 Hrs
09/22/06	RJU	B200.B220 - 105 Communicate (in firm): Conference with EMG re: Form 5500 issues.	0.30 Hrs
09/22/06	EMG	B200.B220 - 104 Review/analyze issues re: auditor's opinion for Delphi pension plans, DOL administrative process re: same.	0.50 Hrs
09/22/06	EMG	B200.B220 - 102 Research re: auditor's opinion and administrative process re: same.	1.50 Hrs
09/25/06	LAH	B200.B220 - 105 Communicate (in firm): Telephone calls with EMG, EMC regarding Form 5500 issues.	0.20 Hrs

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09/25/06	EMG	B200.B220 - 106 Communicate (with client): with K. Cobb and EMC regarding call with Grant Thornton.	0.30 Hrs
09/25/06	EMG	B200.B220 - 104 Review/analyze: materials provided by Grant Thornton re: auditor's opinion.	1.00 Hrs
09/25/06	EMG	B200.B220 - 106 Communicate (with client): call with K. Cobb, representatives of Grant Thornton, EMC, et. al. re: auditor's opinion.	1.00 Hrs
09/25/06	EMC	B200.B220 - 105 Communicate (in firm) - telephone conference with LAH and EMG re: Form 5500 audit report.	0.20 Hrs
09/25/06	EMC	B200.B220 - 105 Communicate (in firm) - conference with EMG re: 5500 audit issue.	0.30 Hrs
09/25/06	EMC	B200.B220 - 106 Communicate (with client) - conference call with client preliminary to afternoon call with auditors and business side clients re: plan audit.	0.30 Hrs
09/25/06	EMC	B200.B220 - 108 Communicate (other external) - participate in conference call with client and Grant Thornton auditors re: plan audit.	1.00 Hrs
09/25/06	DEC	B100.B110 - 103 Draft/revise: draft and send email to MRW requesting billing information for audit letter.	0.30 Hrs
09/26/06	LAH	B200.B220 - 108 Communicate (other external): Telephone call with Grant Thornton regarding Form 5500.	0.20 Hrs
09/26/06	LAH	B200.B220 - 106 Communicate (with client): E-mail and telephone call with K. Cobb regarding request to DOL regarding Form 5500.	0.10 Hrs
09/26/06	EMG	B200.B220 - 105 Communicate (in firm): with LAH regarding auditor's report and DOL inquiry.	0.20 Hrs
09/26/06	EMG	B200.B220 - 106 Communicate (with client): with K. Cobb and EMC regarding call to DOL re: Form 5500 filing.	0.50 Hrs
09/26/06	EMG	B200.B220 - 103 Draft/revise: revise letter to DOL regarding 5500 filing.	0.50 Hrs
09/26/06	EMG	B200.B220 - 105 Communicate (in firm): Discuss letter to DOL regarding 5500 filing with EMC.	0.20 Hrs
09/26/06	EMC	B200.B220 - 106 Communicate (with client): Telephone conference with client and EMG regarding 5500 audit issue.	0.50 Hrs
09/26/06	EMC	B200.B220 - 104 Review/analyze: review client letter to DOL re: 5500 filing.	0.20 Hrs
09/26/06	EMC	B200.B220 - 105 Communicate (in firm) - conference with EMG re: 5500 audit issue.	0.20 Hrs
09/26/06	DEC	B100.B110 - 103 Draft/revise: draft and send loss contingency memo to professionals.	0.30 Hrs
09/26/06	DEC	B100.B110 - 103 Draft/revise: draft audit letter and forward to AAD for review.	0.50 Hrs
09/27/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise audit response letter for hourly and salaried pension plans.	0.70 Hrs
09/27/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze treatment of PBGC lien, jurisdiction.	0.80 Hrs
09/27/06	AAD	B200.B220 - 103 Draft/revise: Draft audit letter response.	0.50 Hrs
09/27/06	DEC	B100.B110 - 103 Draft/revise: Revise audit letter and forward to LAH for finalization.	0.30 Hrs
09/28/06	LAH	B200.B220 - 106 Communicate (with client): Telephone call with F. Kuplicki regarding pension plan issue in GM negotiation.	0.50 Hrs

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09/28/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze issues regarding GM proposal regarding pension plan.	0.50 Hrs
09/29/06	LAH	B200.B220 - 103 Draft/revise: Draft/revise outline regarding GM negotiation arguments regarding benefit guarantee, pension plan.	1.00 Hrs
09/30/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze case regarding enforcement of PBGC lien against non-US company.	0.20 Hrs

\$ 16,470.50

LONIE A. HASSEL - Principal	21.50 Hrs	565/hr	\$ 12,147.50
ROBERTA J. UFFORD - Principal	0.30 Hrs	550/hr	\$ 165.00
ELLEN M. GOODWIN - Associate	5.70 Hrs	460/hr	\$ 2,622.00
ANNA A. DRIGGS - Associate	0.50 Hrs	425/hr	\$ 212.50
ERIC M. COTTS - Associate	2.70 Hrs	415/hr	\$ 1,120.50
DANIELLE E. COLLINS - Paralegal	1.40 Hrs	145/hr	\$ 203.00
	<hr/> 32.10 Hrs		<hr/> \$ 16,470.50

DISBURSEMENTS

Through September 30, 2006

Outside-Office Telephone	\$ 124.03
Research Services	\$ 31.49
Shipping	\$ 131.40
Travel	\$ 471.97

TOTAL DISBURSEMENTS THIS MATTER

\$ 758.89

Re: BANKRUPTCY ADMINISTRATION

File Number 013580-00005

Through September 30, 2006

09/12/06	LAH	B200.B220 - 105 Communicate (in firm): Review upcoming billing and budget requirements with SAH.	0.20 Hrs
09/18/06	JHL	B100.B160 - 101 Plan and prepare for - fee applications and bill review.	0.20 Hrs
09/22/06	LAH	B200.B220 - 104 Review/analyze: Review/analyze rules regarding quarterly budget, due date.	0.30 Hrs
09/22/06	JHL	B100.B160 - 104 Review/analyze - documents regarding fee applications, budgets, and monthly bills.	3.10 Hrs
09/25/06	JHL	B100.B170 - 101 Plan and prepare for - fee statement and budget.	3.40 Hrs
09/26/06	LAH	B100.B160 - 103 Draft/revise: Draft/revise budget pursuant to LCC requirements.	1.00 Hrs
09/26/06	JHL	B100.B170 - 101 Plan and prepare for - fee statement and budget.	0.60 Hrs
09/26/06	JHL	B100.B170 - 104 Review/analyze - review monthly billing	0.60 Hrs

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		statement.	
09/26/06	JHL	B100.B170 - 105 Communicate (in firm) - with LAH regarding monthly statement and budget.	0.20 Hrs
09/26/06	JHL	B100.B170 - 105 Communicate (in firm) - with MRW and JJS regarding monthly statement and budget.	0.20 Hrs
09/27/06	LAH	B100.B160 - 103 Draft/revise: Draft/revise monthly fee materials, four month budget.	0.50 Hrs
09/27/06	JHL	B100.B170 - 105 Communicate (in firm) - with LAH regarding fee statement and budget.	0.20 Hrs
09/27/06	JHL	B100.B170 - 103 Draft/revise - draft fee summary and cover letters.	1.00 Hrs
09/27/06	JHL	B100.B170 - 103 Draft/revise - revise fee summary and budget.	0.70 Hrs
			\$ 4,037.00
LONIE A. HASSEL - Principal	2.00 Hrs	565/hr	\$ 1,130.00
JASON H. LEE - Associate	10.20 Hrs	285/hr	\$ 2,907.00
	12.20 Hrs		\$ 4,037.00

Re: QUALIFIED PLANS

File Number 013580-02000

Through September 30, 2006

\$ 650.00

TOTAL FEES	\$ 20,507.50
FEES DISCOUNTED UNDER BILLING ARRANGEMENT	\$ - 2,050.75
TOTAL DISBURSEMENTS	\$ 1,408.89
TOTAL DUE THIS STATEMENT	\$ 19,865.64

PREVIOUS BILLS OUTSTANDING

10027562	11/10/05	2,680.16
10028076	12/9/05	5,248.53
10028570	1/11/06	1,433.48
10029062	2/13/06	3,387.87
10029490	3/13/06	5,657.58

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10029913	04/25/06	7,347.47
10030673	05/24/06	4,410.41
10031122	06/16/06	6,712.36
10031614	07/21/06	5,672.16
10032122	08/25/06	49,059.49
10032617	09/25/06	26,756.58

TOTAL A/R	<hr/>	\$ 118,366.09
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TOTAL DUE	<hr/>	\$138,231.73
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